

Implementation Statement (“IS”)

Avon Rubber Retirement and Death Benefits Plan (the “Plan”) DC Section

Plan Year End – 31 March 2024

The purpose of the Implementation Statement is for the Trustee of the Avon Rubber Retirement and Death Benefits Plan to explain what it has done during the year ending 31 March 2024 to achieve certain policies and objectives set out in the DC Section Statement of Investment Principles (“SIP”). It includes:

1. A summary of any review and changes made to the SIP over the year
2. How the Trustee’s policies in the SIP have been followed during the year; and
3. How the Trustee has exercised its voting rights or how these rights have been exercised on its behalf, including the use of any proxy voting advisory services.

Our conclusion

Based on the activity we have undertaken during the year, we believe that the policies set out in the SIP have been implemented effectively.

In our view, most of the Plan’s material investment managers were able to disclose good evidence of voting and/or engagement activity, and the activities completed by our managers align with our stewardship expectations.

Changes to the SIP during the year

The SIP was reviewed during the Plan year and updated in June 2023 to reflect the default investment strategy review which concluded on 23 March 2023.

The changes made reflected:

- Updates to the default investment arrangement and;
- Adding the iShares Emerging Markets Equity Index Pension Fund to the self-select fund range.

The Plan's latest SIP can be found here: <https://www.avon-protection-plc.com/pensions/defined-contribution-scheme/>

How the policies in the SIP have been followed

In the table below we set out what the Trustee has done during the year to meet the policies in the SIP.

Primary objectives

- ***“To provide members with a range of investment options to meet their individual risk/return requirements and to monitor and review the range on a regular basis;***
- ***To ensure that the fund range recognises that members' investment needs change as they progress towards retirement age with younger members generally seeking real growth and older members' greater security;***
- ***To ensure that the individual fund options are managed to achieve a return commensurate with an acceptable level of risk given the stated aims of each fund.”***

Over the year, the Trustee has made available a comprehensive selection of investment options including the lifestyle strategy and a range of standalone self-select funds.

Supported by advice from the DC investment advisers, Aon, the Trustee is confident that the investment range caters for a range of risk and return requirements across the membership. The lifestyle options, in particular, provide younger members with greater growth potential and older members with greater security.

The investment options were monitored throughout the year with quarterly reports on performance received from Aon. The investment options available to members have been designed to ensure that they continue to be managed to achieve a return commensurate with an acceptable level of risk given the stated aims of each fund and the needs of the membership.

Information on the investment options available to members is provided by Standard Life on their website and in the member guides.

	<p>The Trustee is comfortable that they have met their investment strategy objectives over the year.</p>
<p>Default investment objectives</p> <ul style="list-style-type: none"> <i>- Aim for significant long term real growth while members are further away from retirement.</i> <i>- Manage down volatility in fund values as members near retirement.</i> <i>- Target an end point portfolio that is appropriate with how members may take their benefits when they retire.</i> 	<p>The default arrangement used by the Plan is the Standard Life Sustainable Multi Asset Universal SLP Lifestyle Strategy.</p> <p>The strategy invests in assets with higher growth potential while members are further away from retirement. As members near retirement, it invests in a diversified portfolio of assets which, taken together, are expected to be lower risk than the earlier growth phase.</p> <p>The end portfolio of the default strategy is highly diversified and is designed to be appropriate and consistent with how the Plan's membership take their benefits when they retire.</p> <p>Overall, the Trustee is satisfied that the default arrangement in place during the year was appropriate given its objectives.</p>
<p>Policies in relation to reviewing the Plan's investments</p> <ul style="list-style-type: none"> <i>- "To provide members with a range of investment options to meet their individual risk/return requirements and to monitor and review the range on a regular basis."</i> 	<p>The Trustee, with support from its investment adviser, monitored the fund managers to ensure they were appropriately fulfilling the responsibilities delegated to them. The Trustee received quarterly investment reports from the investment adviser. The investment reports considered the performance of the investment managers and funds over time. In late September 2023, Invesco announced its intention to close the Invesco Global Targeted Returns ("GTR") Fund during 2024, subject to regulatory approval. No members of the Plan accessed the Fund during the year and the Fund was removed from the available self-select range with effect from February 2024.</p> <p>No other concerns requiring immediate action were raised over the year and the Trustee was satisfied with the performance of the managers.</p>

The investment reporting also considered the performance of the default arrangement at each year to retirement and against an inflation based target agreed by the Trustee.

The Trustee is comfortable that its policies in respect of reviewing the Plan's investments have been met over the year.

Policies in respect of Environmental, Social & Governance considerations

“The Trustee views any considerations that can affect long term, risk adjusted returns as being financially material. Financially material considerations include environmental, social and governance factors, including climate change, which can negatively impact the value of investments held if not understood and evaluated properly.

The Trustee considers these risks by taking advice from their investment adviser when setting the Plan’s investment strategy, when selecting managers and when monitoring their performance.”

The Trustee obtained professional investment support and advice from its investment adviser when setting the Plan's investment strategy, selecting managers and in monitoring their performance. The Trustee views any considerations that can affect long term, risk adjusted returns as being financially material. Financially material considerations include environmental, social and governance factors (such as climate change) which can negatively impact the value of investments held if not understood and evaluated properly.

The Plan’s default arrangement is the Sustainable Multi Asset Universal Strategic Lifestyle Profile (SLP), which incorporates ESG considerations.

Policies in respect of stewardship (voting and engagement)

“The Trustee regularly reviews the continuing suitability of the appointed managers and takes advice from the investment adviser with regard to any changes. This advice includes consideration of broader stewardship matters and the exercise of voting rights by the appointed managers. If a manager is found to be falling short of the standards that the Trustee expects, the Trustee undertakes to engage with the manager and seek a more sustainable position.”

The Trustee was supported in its review and monitoring activities during the year by its investment adviser. In conducting these activities, the investment adviser provided advice as to the continuing suitability of the appointed managers and in deciding what changes to make. This advice included relevant consideration of stewardship matters. In particular, the investment adviser's views on the continued appropriateness of different managers is informed, in part, by the managers' approaches to stewardship and responsible investment. The investment adviser would inform the Trustee in the event that their

views on a particular manager change although this did not occur during the year.

The Trustee has also collected the voting and engagement records of its investment managers over the Plan year. These are reported in detail later in this Statement. To date, no managers have been found to be falling short of the standards expected by the Trustee in this area.

Having reviewed the managers' stewardship voting and engagement statistics as part of the production of this Statement, the Trustee believes that its stewardship policies have been adhered to.

Policies in relation to costs and transparency

“It is the Trustee's view that long term performance, net of fees, is an important metric on which to evaluate its asset managers. Asset managers are remunerated by the deduction of set percentages of assets under management, which is in line with market practice. This avoids a short-term approach to investment performance that may be the result of any performance-related fees. The Trustee believes it is important to understand all the different costs and charges, which are paid by members.”

During the year, the Trustee monitored and evaluated the performance of the Plan's investments and managers on a net of fees basis.

Cost and charges data was provided by Standard Life for the Plan year and was published in the annual Chair's Statement.

The Trustee reviewed the data which included both explicit and implicit costs and charges. The investment adviser also reviewed the member borne costs and none appeared to be unreasonable in their view.

Policies in relation to arrangements with asset managers

“The Trustee monitors those investments used by the Plan to consider the extent to which the investment strategy and decisions of the asset managers are aligned with the Trustee's policies as set out in the Statement of Investment Principles, including those on non-financial matters.”

Throughout the year, the Trustee, supported by Aon, monitored the Plan's investments including considering the extent to which the decisions of the investment managers are aligned with the Trustee' policies.

Prior to the appointment of a new investment manager, the Trustee seeks professional advice from their investment adviser, in order to ensure that the investments are appropriate for the Plan's objectives although

no such changes were made in the year to 31 March 2024.

The Trustee has set appropriate governing documentation, investment objectives and a regular monitoring process for their investment managers to ensure they are incentivised to make decisions that align with the policies in the SIP.

Policies in respect of members' views and non-financial Factors

“The Trustee recognises the importance of offering a suitable range of investment options for members and, where applicable, will consider member feedback on updating the default strategy and self-select fund range.

The funds that make up the default strategy and other investment options do not apply purely ethical or moral judgements as the basis for investment decisions.”

The Trustee considered member views when updating the range of funds as part of the investment strategy review conducted in 2023. During 2023, the Trustee received a request from a member to add a Passively Managed Emerging Market Equity Fund to the Fund range as, at the time, only actively managed Emerging Market Equity Funds were made available. As part of the investment strategy review, the Trustee considered this request and took advice from their investment adviser as to the appropriateness of the available funds. The Fund was added during the Plan year.

As part of the strategy review, the Trustee reaffirmed their view that the funds that make up the default arrangement and other investment options should not apply purely ethical or moral (or other non-financial) judgements as the basis for investment decisions.

Our managers' voting activity

Good asset stewardship means being aware and active on voting issues, corporate actions and other responsibilities tied to owning a company's stock. The Trustee believe that good stewardship is in the members' best interests to promote best practice and encourage investee companies to access opportunities, manage risk appropriately, and protect shareholders' interests. Understanding and monitoring the stewardship that investment managers practice in relation to the Plan's investments is an important factor in deciding whether a manager remains the right choice for the Plan.

Voting rights are attached to listed equity shares, including equities held in multi-asset funds. The Trustee expects the Plan's equity-owning investment managers to responsibly exercise their voting rights.

Why is voting important?

Voting is an essential tool for listed equity investors to communicate their views to a company and input into key business decisions. Resolutions proposed by shareholders increasingly relate to social and environmental issues.

Source: UN PRI

What is stewardship?

Stewardship is investors using their influence over current or potential investees/issuers, policy makers, service providers and other stakeholders to create long-term value for clients and beneficiaries leading to sustainable benefits for the economy, the environment and society.

This includes prioritising which Environmental Social Governance ("ESG") issues to focus on, engaging with investees/issuers, and exercising voting rights.

Differing ownership structures means stewardship practices often differ between asset classes.

Voting statistics

The table below shows the voting statistics for each of the Plan's material funds with voting rights for the year to 31 March 2024.

Funds	Number of resolutions eligible to vote on	% of resolutions voted	% of votes against management	% of votes abstained from
Standard Life Sustainable Multi Asset Growth Pension Fund / Sustainable Multi Asset Pre Retirement Pension Fund / At Retirement – Universal Pension Fund / Standard Life At Retirement – Universal (PP 10 Year) Pension Fund / Sustainable Multi Asset (PP) Pension Fund				
Sustainable Index Asia Pacific (ex-Japan) Equity Pension Fund ¹	5,958	99.7%	13.3%	0.7%
Sustainable Index Emerging Market Equity Pension Fund ¹	9,333	95.2%	12.8%	3.0%
Sustainable Index Japan Equity Pension Fund ¹	2,043	100.0%	3.2%	2.3%
Sustainable Index UK Equity Pension Fund ¹	2,559	99.1%	1.1%	0.2%
Sustainable Index European Equity Pension Fund ¹	4,788	82.5%	11.7%	0.3%

Sustainable Index US Equity Pension Fund ¹	3,367	99.5%	24.0%	0.0%
Invesco - Global Targeted Returns Fund ²	3,759	98.9%	4.0%	0.2%
Schroders - Global Emerging Markets Fund	2,102	90.2%	8.6%	2.3%
BlackRock - iShares UK Equity Index Fund	14,873	96.0%	3.0%	1.0%
BlackRock - ACS World ex UK Equity Tracker Fund	24,856	97.0%	6.0%	0.0%
BlackRock - ACS Continental European Equity Tracker Fund	9,659	81.0%	11.0%	1.0%
BlackRock - iShares Pacific ex Japan Equity Index Fund	4,666	100.0%	10.0%	0.0%
BlackRock - iShares Emerging Markets Equity Index Fund	29,524	97.0%	13.0%	2.0%
Vanguard - US Equity Pension Fund	7,203	99.0%	0.0%	0.0%

Source: Managers. Please note that the 'abstain' votes noted above are a specific category of vote that has been cast and are distinct from a non-vote.

¹Fund underlying the Standard Life Sustainable Multi Asset Growth Pension Fund / Sustainable Multi Asset Pre Retirement Pension Fund / At Retirement – Universal Pension Fund / Standard Life At Retirement – Universal (PP 10 Year) Pension Fund / Sustainable Multi Asset (PP) Pension Fund

²Fund was closed on 8 March 2024, therefore data reflects the period until fund closure. No member assets were invested in the Fund during the year.

Use of proxy voting advisers

Many investment managers use proxy voting advisers to help them fulfil their stewardship duties. Proxy voting advisers provide recommendations to institutional investors on how to vote at shareholder meetings on issues such as climate change, executive pay and board composition. They can also provide voting execution, research, record keeping and other services.

Responsible investors will dedicate time and resources towards making their own informed decisions, rather than solely relying on their adviser's recommendations.

The table below describes how the Plan's managers use proxy voting advisers.

Managers	Description of use of proxy voting adviser(s) (in the managers' own words)
Standard Life	We utilise the services of ISS for all our voting requirements.
Invesco	Invesco may supplement its internal research with information from third parties, such as proxy advisory firms, to assist us in assessing the corporate governance of investee companies. Globally Invesco leverages research from Institutional Shareholder

Why use a proxy voting adviser?

Outsourcing voting activities to proxy advisers enables managers that invest in thousands of companies to participate in many more votes than they would without their support.

Managers	Description of use of proxy voting adviser(s) (in the managers' own words)
	<p>Services Inc. ("ISS") and Glass Lewis ("GL") and we use the Institutional Voting Information Service (IVIS) in the UK for corporate governance research for UK securities. Invesco generally retains full and independent discretion with respect to proxy voting decisions. Globally, we receive research reports, including vote recommendations from ISS and Glass Lewis for company shareholder meetings across our holdings. To assist with the operational aspects of the proxy voting process including vote disclosure to meet regulatory requirements, Invesco retains the services of ISS and leverages our proprietary proxy voting platform ("PROXYintel") to further streamline the process. Invesco also engages ISS to provide written analysis and recommendations based on Invesco's internally developed custom voting guidelines with specific voting recommendations on environmental, social and governance (ESG) issues applied globally.</p>
Schroder Investment Management International Limited ("Schroders")	<p>Glass Lewis (GL) act as our one service provider for the processing of all proxy votes in all markets. GL delivers vote processing through its Internet-based platform Proxy Exchange. Schroders receives recommendations from GL in line with our own bespoke guidelines, in addition, we receive GL's Benchmark research. This is complemented with analysis by our in house ESG specialists and where appropriate with reference to financial analysts and portfolio managers.</p>
BlackRock	<p>While we subscribe to research from the proxy advisory firms Institutional Shareholder Services (ISS) and Glass Lewis, it is just one among many inputs into our vote analysis process, and we do not blindly follow their recommendations on how to vote. We primarily use proxy research firms to synthesise corporate governance information and analysis into a concise, easily reviewable format so that our investment stewardship analysts can readily identify and prioritise those companies where our own additional research and engagement would be beneficial. Other sources of information we use include the company's own reporting (such as the proxy statement and the website), our engagement and voting history with the company, and the views of our active investors, public information and ESG research.</p>
Vanguard	<p>Vanguard Investment Stewardship utilizes the Institutional Shareholder Services (ISS) ProxyExchange platform for the execution of our votes. We have developed a robust custom policy that ISS has implemented on our behalf along with rigorous controls and oversight mechanisms to ensure the accurate application of the Vanguard policy.</p>

Source: Managers

Significant voting examples

To illustrate the voting activity being carried out on our behalf, we asked the Plan's investment managers to provide a selection of what they consider to be the most significant votes in relation to the Plan's funds. Samples of these significant votes can be found in the appendix.

Our managers' engagement activity

Engagement is when an investor communicates with current (or potential) investee companies (or issuers) to improve their ESG practices, sustainability outcomes or public disclosure. Good engagement identifies relevant ESG issues, sets objectives, tracks results, maps escalation strategies and incorporates findings into investment decision-making.

The table below shows some of the engagement activity carried out by the Plan's material managers. The managers have provided information for the most recent calendar year available.

Funds	Number of engagements		Themes engaged on at a fund level
	Fund level	Firm level	
Invesco - Global Targeted Returns	60	210	Environment - Climate change Social - Human and labour rights (e.g., supply chain rights, community relations) Governance - Remuneration, Leadership – Chair/CEO Strategy, Financial and Reporting - Risk management (e.g. operational risks, cyber/information security, product risks)
Schroders - Global Emerging Markets	>140	6,724	Environment - Climate change, Natural resource use/impact (e.g., water, biodiversity) Social - Human and labour rights (e.g., supply chain rights, community relations) Governance - Board effectiveness – Diversity, Leadership – Chair/CEO Strategy, Financial and Reporting - Reporting (e.g., audit, accounting, sustainability reporting), Financial performance, Strategy/purpose
BlackRock - iShares UK Equity Index	3,118		Environment - Climate Risk Management, Other company impacts on the environment Social - Human Capital management, Diversity and Inclusion, Social Risks and Opportunities Governance - Board Composition and Effectiveness, Business Oversight/Risk Management, Corporate Strategy, Remuneration
BlackRock - ACS World ex UK Equity Tracker	1,600	3,768	Environment - Climate Risk Management, Biodiversity Social - Human Capital management, Diversity and Inclusion Governance - Board Composition and Effectiveness, Governance Structure, Corporate Strategy, Remuneration
BlackRock - ACS Continental European Equity Tracker	438		Environment - Climate Risk Management, Other company impacts on the environment

			Social - Human Capital management, Supply Chain Labour Management, Diversity and Inclusion Governance - Board Composition and Effectiveness, Corporate Strategy, Remuneration
BlackRock - iShares Pacific ex Japan Equity Index	244		Environment - Climate Risk Management, Water and Waste Social - Human Capital management, Supply Chain Labour Management, Diversity and Inclusion Governance - Board Composition and Effectiveness, Executive Management, Corporate Strategy, Remuneration
BlackRock - iShares Emerging Markets Equity Index	388		Environment - Climate Risk Management, Biodiversity Social - Human Capital management, Community relations, Health and Safety Governance - Board Composition and Effectiveness, Business Oversight/Risk Management, Corporate Strategy, Sustainability Reporting
Vanguard - US Equity Pension Fund	329 ¹	<i>Not provided</i>	Governance - Board Composition, Executive Compensation Others - Oversight of Strategy and Risk, Shareholder Rights

Source: Managers

¹Vanguard provided the number of entities engaged and not the number of engagements.

Data limitations

At the time of writing, BlackRock and Vanguard provided fund-level engagement information but not in the industry standard ICSWG template. Additionally, Standard Life did not provide any engagement information.

This report does not include commentary on certain asset classes such as gilts or cash because of the limited materiality of stewardship to these asset classes.

Appendix – Significant Voting Examples

In the table below are some significant voting examples provided by the Plan’s managers. We consider a significant vote to be one which the manager considers significant. Managers use a wide variety of criteria to determine what they consider a significant vote, some of which are outlined in the examples below:

Standard Life - Sustainable Index Asia Pacific (ex-Japan) Equity Pension Fund	Company name	Santos Limited
	Date of vote	06 April 2023
	Approximate size of fund's/mandate's holding as at the date of the vote (as % of portfolio)	0.44%
	Summary of the resolution	Approve Capital Protection
	How you voted	For
	Where you voted against management, did you communicate your intent to the company ahead of the vote?	We do not track the specific votes where we communicated our intent prior to voting - To enhance our analysis we will often engage with companies held in our active portfolios prior to voting to understand additional context and explanations, particularly where there are concerns related to an agenda. We endeavour to communicate voting intentions and rationale for votes against or abstention to encourage change and maintain a dialogue on matters of concern. Given the concentration of AGMs, we may not always be able to communicate intentions and rationale ahead of a vote. We may therefore follow up after a vote to encourage improvement where it is needed in advance of future general meetings.
	Rationale for the voting decision	SV2: We support the steps that the Company has taken to improve and disclose its climate approach in recent years, and this led to us voting against a similar resolution in 2022. However, we encourage further progress, and the proposed reporting would offer shareholders useful information regarding Santos’ assets, capital expenditures, and provisions for a just transition under a key climate scenario. We acknowledge the limitations of long-term capital expenditure projections and encourage the Company to focus on demonstrating alignment where it is practical to do so. We also encourage the Company to provide updates on how its strategy compares to wider a range of recognised emissions reduction scenarios as this provides shareholders with valuable context and a clearer understanding of the Company’s approach. Considering these factors, we have decided to support the resolution.
	Outcome of the vote	Withdrawn

	Implications of the outcome e.g. were there any lessons learned and what likely future steps will you take in response to the outcome?	Due to the concentration of votes that we conduct we do not track specific next steps/implications for each vote. We will assess each company and the voting outcomes on a case by case basis. Where necessary we may follow up after a vote to encourage improvement where it is needed in advance of future general meetings. We will continue to monitor the company to ensure sufficient progress against any material issue(s) is being made. If we have serious concerns around a company's approach to certain issues, we can and may deploy a number of other escalation strategies.
	On which criteria have you assessed this vote to be "most significant"?	Significant Vote Category 2 ('SV2'): Shareholder and Environmental & Social (E&S) Resolutions <ul style="list-style-type: none"> • Votes on shareholder E&S proposals where we have engaged with the proponent or company on the resolution • Votes on management-presented E&S proposals • Focus on shareholder proposals where we have voted contrary to management recommendations
Standard Life - Sustainable Index Emerging Market Equity Pension Fund	Company name	Vodacom Group Ltd.
	Date of vote	20 July 2023
	Approximate size of fund's/mandate's holding as at the date of the vote (as % of portfolio)	0.27%
	Summary of the resolution	Approve Implementation of the Remuneration Policy
	How you voted	Against
	Where you voted against management, did you communicate your intent to the company ahead of the vote?	We do not track the specific votes where we communicated our intent prior to voting - To enhance our analysis we will often engage with companies held in our active portfolios prior to voting to understand additional context and explanations, particularly where there are concerns related to an agenda. We endeavour to communicate voting intentions and rationale for votes against or abstention to encourage change and maintain a dialogue on matters of concern. Given the concentration of AGMs, we may not always be able to communicate intentions and rationale ahead of a vote. We may therefore follow up after a vote to encourage improvement where it is needed in advance of future general meetings.
Rationale for the voting decision	SV5: A vote against this resolution is warranted because we do not agree with the remuneration policy in its current form and would like to see ROIC based metrics in the KPIs.	
Outcome of the vote	Pass	
	Implications of the outcome e.g. were there any lessons learned and what likely future steps will	Due to the concentration of votes that we conduct we do not track specific next steps/implications for each vote. We will assess each company and the voting outcomes

	you take in response to the outcome?	on a case by case basis. Where necessary we may follow up after a vote to encourage improvement where it is needed in advance of future general meetings. We will continue to monitor the company to ensure sufficient progress against any material issue(s) is being made. If we have serious concerns around a company's approach to certain issues, we can and may deploy a number of other escalation strategies.
	On which criteria have you assessed this vote to be "most significant"?	Significant Vote Category 5 ('SV5'): Votes contrary to custom policy <ul style="list-style-type: none"> Focus on large active holdings where we have voted contrary to custom policy following analysis
Standard Life - Sustainable Index Japan Equity Pension Fund	Company name	Mitsubishi Corp.
	Date of vote	23 June 2023
	Approximate size of fund's/mandate's holding as at the date of the vote (as % of portfolio)	1.55%
	Summary of the resolution	Amend Articles to Disclose Greenhouse Gas Emission Reduction Targets Aligned with Goals of Paris Agreement
	How you voted	For
	Where you voted against management, did you communicate your intent to the company ahead of the vote?	We do not track the specific votes where we communicated our intent prior to voting - To enhance our analysis we will often engage with companies held in our active portfolios prior to voting to understand additional context and explanations, particularly where there are concerns related to an agenda. We endeavour to communicate voting intentions and rationale for votes against or abstention to encourage change and maintain a dialogue on matters of concern. Given the concentration of AGMs, we may not always be able to communicate intentions and rationale ahead of a vote. We may therefore follow up after a vote to encourage improvement where it is needed in advance of future general meetings.
	Rationale for the voting decision	SV2: In July 2022, we engaged with Mitsubishi on Scope 3 targets, and it has since published its Scope 3 category 11 emissions in early 2023. We welcome this progress; however, the company's net zero targets for 2030 and 2050 cover only its scope 1, 2 and scope 3 category 15 emissions, which represent less than 6 percent of its total emissions. Therefore, a vote for this resolution is warranted to support the company in its endeavor to follow a credible net zero commitment.
	Outcome of the vote	Fail
	Implications of the outcome e.g. were there any lessons learned and what likely future steps will	Due to the concentration of votes that we conduct we do not track specific next steps/implications for each vote. We will assess each company and the voting outcomes

	you take in response to the outcome?	on a case by case basis. Where necessary we may follow up after a vote to encourage improvement where it is needed in advance of future general meetings. We will continue to monitor the company to ensure sufficient progress against any material issue(s) is being made. If we have serious concerns around a company's approach to certain issues we can and may deploy a number of other escalation strategies.
	On which criteria have you assessed this vote to be "most significant"?	<p>Significant Vote Category 2 ('SV2'): Shareholder and Environmental & Social (E&S) Resolutions</p> <ul style="list-style-type: none"> ▪ Votes on shareholder E&S proposals where we have engaged with the proponent or company on the resolution ▪ Votes on management-presented E&S proposals ▪ Focus on shareholder proposals where we have voted contrary to management recommendations
Standard Life - Sustainable Index UK Equity Pension Fund	Company name	Shell Plc
	Date of vote	23 May 2023
	Approximate size of fund's/mandate's holding as at the date of the vote (as % of portfolio)	5.88%
	Summary of the resolution	Request Shell to Align its Existing 2030 Reduction Target Covering the Greenhouse Gas (GHG) Emissions of the Use of its Energy Products (Scope 3) with the Goal of the Paris Climate Agreement
	How you voted	Against
	Where you voted against management, did you communicate your intent to the company ahead of the vote?	We do not track the specific votes where we communicated our intent prior to voting - To enhance our analysis we will often engage with companies held in our active portfolios prior to voting to understand additional context and explanations, particularly where there are concerns related to an agenda. We endeavour to communicate voting intentions and rationale for votes against or abstention to encourage change and maintain a dialogue on matters of concern. Given the concentration of AGMs, we may not always be able to communicate intentions and rationale ahead of a vote. We may therefore follow up after a vote to encourage improvement where it is needed in advance of future general meetings.
	Rationale for the voting decision	SV2: abrdn continues to engage with Shell to understand its approach to climate change and encourage further transparency. We note that an updated climate plan will be presented in 2024, overseen by the new CEO. At this point in the engagement cycle a vote in favour would not be constructive. Enacting the proposal contained in this resolution may not result in real-world emissions reduction and could have other unintended

		consequences. We encourage the company to continue to enhance disclosures in its financial statements on the potential implications from a rapid energy transition scenario, including how the findings from its scenario analysis influence capital allocation plans and low-carbon, transition investments. The disclosure of ever clearer and more transparent climate-related information is key for investors to assess a company's resilience in an energy transition and ambitions to tackle climate change.
	Outcome of the vote	Fail
	Implications of the outcome e.g. were there any lessons learned and what likely future steps will you take in response to the outcome?	Due to the concentration of votes that we conduct we do not track specific next steps/implications for each vote. We will assess each company and the voting outcomes on a case by case basis. Where necessary we may follow up after a vote to encourage improvement where it is needed in advance of future general meetings. We will continue to monitor the company to ensure sufficient progress against any material issue(s) is being made. If we have serious concerns around a company's approach to certain issues, we can and may deploy a number of other escalation strategies.
	On which criteria have you assessed this vote to be "most significant"?	Significant Vote Category 2 ('SV2'): Shareholder and Environmental & Social (E&S) Resolutions <ul style="list-style-type: none"> • Votes on shareholder E&S proposals where we have engaged with the proponent or company on the resolution • Votes on management-presented E&S proposals • Focus on shareholder proposals where we have voted contrary to management recommendations
Standard Life - Sustainable Index European Equity Pension Fund	Company name	Teleperformance SE
	Date of vote	13 April 2023
	Approximate size of fund's/mandate's holding as at the date of the vote (as % of portfolio)	0.10%
	Summary of the resolution	Approve Remuneration Policy of Vice-CEO
	How you voted	Against
	Where you voted against management, did you communicate your intent to the company ahead of the vote?	We do not track the specific votes where we communicated our intent prior to voting - To enhance our analysis we will often engage with companies held in our active portfolios prior to voting to understand additional context and explanations, particularly where there are concerns related to an agenda. We endeavour to communicate voting intentions and rationale for votes against or abstention to encourage change and maintain a dialogue on matters of concern. Given the concentration of AGMs, we may not always be able to communicate intentions and rationale ahead of a vote.

		We may therefore follow up after a vote to encourage improvement where it is needed in advance of future general meetings.
	Rationale for the voting decision	SV5: Consistent with views previously expressed, we have concerns regarding the size of long-term incentive share grant.
	Outcome of the vote	Pass
	Implications of the outcome e.g. were there any lessons learned and what likely future steps will you take in response to the outcome?	Due to the concentration of votes that we conduct we do not track specific next steps/implications for each vote. We will assess each company and the voting outcomes on a case by case basis. Where necessary we may follow up after a vote to encourage improvement where it is needed in advance of future general meetings. We will continue to monitor the company to ensure sufficient progress against any material issue(s) is being made. If we have serious concerns around a company's approach to certain issues we can and may deploy a number of other escalation strategies.
	On which criteria have you assessed this vote to be "most significant"?	Significant Vote Category 5 ('SV5'): Votes contrary to custom policy <ul style="list-style-type: none"> - Focus on large active holdings where we have voted contrary to custom policy following analysis
Standard Life - Sustainable Index US Equity Pension Fund	Company name	The Kroger Co.
	Date of vote	22 June 2023
	Approximate size of fund's/mandate's holding as at the date of the vote (as % of portfolio)	0.19%
	Summary of the resolution	Report on Efforts to Reduce Plastic Use
	How you voted	For
	Where you voted against management, did you communicate your intent to the company ahead of the vote?	We do not track the specific votes where we communicated our intent prior to voting - To enhance our analysis we will often engage with companies held in our active portfolios prior to voting to understand additional context and explanations, particularly where there are concerns related to an agenda. We endeavour to communicate voting intentions and rationale for votes against or abstention to encourage change and maintain a dialogue on matters of concern. Given the concentration of AGMs, we may not always be able to communicate intentions and rationale ahead of a vote. We may therefore follow up after a vote to encourage improvement where it is needed in advance of future general meetings.
	Rationale for the voting decision	SV2: Shareholder proposal. A report on how Kroger will achieve its stated 2030 sustainable packaging aims would be beneficial to shareholders. Shareholders would benefit from additional insight given the likely regulatory pressures and potential reputational impacts as peers

		currently appear to be making more progress on clearer reporting and targets for reducing plastic use. We supported a similar resolution in 2022 and a vote in favour remains warranted.
	Outcome of the vote	<i>Not provided</i>
	Implications of the outcome e.g. were there any lessons learned and what likely future steps will you take in response to the outcome?	Due to the concentration of votes that we conduct we do not track specific next steps/implications for each vote. We will assess each company and the voting outcomes on a case by case basis. Where necessary we may follow up after a vote to encourage improvement where it is needed in advance of future general meetings. We will continue to monitor the company to ensure sufficient progress against any material issue(s) is being made. If we have serious concerns around a company's approach to certain issues we can and may deploy a number of other escalation strategies.
	On which criteria have you assessed this vote to be "most significant"?	Significant Vote Category 2 ('SV2'): Shareholder and Environmental & Social (E&S) Resolutions <ul style="list-style-type: none"> • Votes on shareholder E&S proposals where we have engaged with the proponent or company on the resolution • Votes on management-presented E&S proposals • Focus on shareholder proposals where we have voted contrary to management recommendations
Invesco - Global Targeted Returns Fund	Company name	Dollarama Inc.
	Date of vote	26 May 2023
	Approximate size of fund's/mandate's holding as at the date of the vote (as % of portfolio)	>1% IVZ Ownership
	Summary of the resolution	SP 1: Report on Emissions and Gender Target and its Overall Significance on the Company's ESG Strategy
	How you voted	Against
	Where you voted against management, did you communicate your intent to the company ahead of the vote?	NA
	Rationale for the voting decision	Vote AGAINST the shareholder proposal. Under the SLL, the company will reap the full pricing benefit for exceeding the key cooperate ESG targets set out in the 2022 ESG Report; and will suffer a penalty on the loan spread for not meeting the "base scenario". While the company has not disclosed information on the grid-based approach or the base scenario set for each financial year during the term of the Credit Facility, Dollarama has provided clear disclosure of its gender diversity targets and its GHG emissions targets that are related to its SLL, allowing shareholders to assess the robustness of the targets. Dollarama has also provided

		robust disclosure in its ESG reports and other public filings for shareholders to evaluate its ESG strategy and practices. Per circular disclosure, the board of directors conducts ongoing engagement with various stakeholders regarding ESG. As such, the proponent's statement lacks evidence that Dollarama lags its peers relating to disclosure on SPTs and existing ESG practices. As such, it appears that additional disclosure on SPTs under SLLs would do little to further enhance shareholder value. After considering the quality of public disclosure, the implied robustness of the SPTs and lack of controversies, support for the requested disclosure is not warranted at this time.
	Outcome of the vote	Fail
	Implications of the outcome e.g. were there any lessons learned and what likely future steps will you take in response to the outcome?	The outcome of the vote meets our voting intention. Therefore, we didn't take further action beyond our continuous engagement and dialogue with the company, as appropriate.
	On which criteria have you assessed this vote to be "most significant"?	>1% IVZ Ownership and Includes Key ESG proposal
BlackRock - ACS Continental European Equity Tracker Fund; BlackRock - ACS World ex UK Equity Tracker Fund	Company name	BE Semiconductor Industries NV
	Date of vote	26 April 2023
	Approximate size of fund's/mandate's holding as at the date of the vote (as % of portfolio)	<i>Not provided</i>
	Summary of the resolution	Approve Remuneration Report
	How you voted	Against
	Where you voted against management, did you communicate your intent to the company ahead of the vote?	We endeavour to communicate to companies when we intend to vote against management, either before or just after casting votes in advance of the shareholder meeting. We publish our voting guidelines to help clients and companies understand our thinking on key governance matters that are commonly put to a shareholder vote. They are the benchmark against which we assess a company's approach to corporate governance and the items on the agenda to be voted on at the shareholder meeting. We apply our guidelines pragmatically, taking into account a company's unique circumstances where relevant. Our voting decisions reflect our analysis of company disclosures, third party research and, where relevant, insights from recent and past company engagement and our active investment colleagues.
	Rationale for the voting decision	Poor use of remuneration committee discretion regarding the grant of a one-off award. Remuneration arrangements are poorly structured.

	Outcome of the vote	Fail
	Implications of the outcome e.g. were there any lessons learned and what likely future steps will you take in response to the outcome?	BlackRock's approach to corporate governance and stewardship is explained in our Global Principles. Our Global Principles describe our philosophy on stewardship, including how we monitor and engage with companies. These high-level principles are the framework for our more detailed, market-specific voting guidelines. We do not see engagement as one conversation. We have ongoing direct dialogue with companies to explain our views and how we evaluate their actions on relevant ESG issues over time. Where we have concerns that are not addressed by these conversations, we may vote against management for their action or inaction. Where concerns are raised either through voting or during engagement, we monitor developments and assess whether the company has addressed our concerns.
	On which criteria have you assessed this vote to be "most significant"?	BIS periodically publishes Vote Bulletins on key votes at shareholder meetings to provide insight into details on certain vote decisions we expect will be of particular interest to clients.
BlackRock - iShares Pacific ex Japan Equity Index Fund; BlackRock - iShares Emerging Markets Equity Index Fund	Company name	Shin Kong Financial Holding Co. Ltd.
	Date of vote	09 June 2023
	Approximate size of fund's/mandate's holding as at the date of the vote (as % of portfolio)	<i>Not provided</i>
	Summary of the resolution	Elect CHANG, JUNG-FENG, with SHAREHOLDER NO.H101932XXX as Independent Director
	How you voted	For
	Where you voted against management, did you communicate your intent to the company ahead of the vote?	We endeavour to communicate to companies when we intend to vote against management, either before or just after casting votes in advance of the shareholder meeting. We publish our voting guidelines to help clients and companies understand our thinking on key governance matters that are commonly put to a shareholder vote. They are the benchmark against which we assess a company's approach to corporate governance and the items on the agenda to be voted on at the shareholder meeting. We apply our guidelines pragmatically, taking into account a company's unique circumstances where relevant. Our voting decisions reflect our analysis of company disclosures, third party research and, where relevant, insights from recent and past company engagement and our active investment colleagues.
	Rationale for the voting decision	Proposal considered to be in the best interests of shareholders.
	Outcome of the vote	Fail

Implications of the outcome e.g. were there any lessons learned and what likely future steps will you take in response to the outcome?

BlackRock's approach to corporate governance and stewardship is explained in our Global Principles. Our Global Principles describe our philosophy on stewardship, including how we monitor and engage with companies. These high-level principles are the framework for our more detailed, market-specific voting guidelines. We do not see engagement as one conversation. We have ongoing direct dialogue with companies to explain our views and how we evaluate their actions on relevant ESG issues over time. Where we have concerns that are not addressed by these conversations, we may vote against management for their action or inaction. Where concerns are raised either through voting or during engagement, we monitor developments and assess whether the company has addressed our concerns.

On which criteria have you assessed this vote to be "most significant"?

BIS periodically publishes Vote Bulletins on key votes at shareholder meetings to provide insight into details on certain vote decisions we expect will be of particular interest to clients.

Source: Managers