

## Scope

This Policy outlines Setanta Asset Management ("Setanta") approach to Stewardship and Engagement. Written in accordance with the Shareholder Rights Directive 2017/828 (SRD II) amending Directive 2007/36 (SRD I), the Shareholder Rights Directive 2017/828 (SRD II) ("the Directive") was transposed into Irish law by the European Union (Shareholders' Rights) Regulations 2020 (S.I. No. 81 of 2020). Setanta, is an active asset manager who engages with companies in which they invest and complies with its obligations as set out below.

## Setanta Asset Management Limited

Setanta are an independent investment management firm based in Dublin, Ireland. Established in 1998, Setanta applies a long-term, active, and value investing approach to its equity and multi-asset funds. Our approach is research-driven and conducted by a team of investment professionals, delivering competitive returns across all investment strategies. Our focus is on identifying good quality businesses with particular emphasis on the potential downside risk of each investment.

We provide discretionary management services to institutional investors helping them achieve their long-term investment objectives; maximising the long-term investment returns on their portfolios within certain risk parameters and in adherence with the Setanta approach to investing.

## Engagement and Monitoring

Setanta's investment approach is research driven, conducted by a team of investment professionals<sup>1</sup> that consider material factors, risks and opportunities each investment presents in the short, medium, and long term. Engagement with investee companies can be a key part of forming a financial and qualitative understanding of a business. Our engagements may cover a myriad of factors including long-term objectives and challenges, the operating and decision-making frameworks, business risk and management's plans for maximising shareholder value.

Setanta may engage with other stakeholders in accordance with market conduct requirements. The appropriateness of these engagements are assessed on a case-by-case basis taking into consideration any potential conflicts of interest that may arise.

<sup>1</sup>Information about the team can be found here: <https://www.setanta-asset.com/our-team/>

## Conflicts of Interest

Setanta is required to take all appropriate steps to identify, manage or prevent potential or actual conflicts of interest that arise in the course of providing its services. In all instances of actual or potential conflict of interest Setanta will abide by the principles of treating its clients fairly and dealing honestly and professionally with all its stakeholders. All employees have an obligation to comply with the conflicts of interest policy, to avoid any conflict of interest and to act in the best interests of its clients.

In the event Setanta (or the Portfolio Manager) become aware of or are notified of a potential conflict, a notification about the conflict must be made to Compliance Manager and the Chief Investment Officer ("CIO"). Should the CIO and the Compliance Manager conclude that a conflict exists, the Compliance Manager will document the conflict and inform the relevant Administrator. The CIO and the Compliance Manager will discuss the voting matter(s) with the Portfolio Manager and ensure that the decision is in the best interests of the fund.

Setanta has in place a conflict of interest policy.

## Voting

Setanta engages with its investee companies, with the objective of voting for the securities of companies for which they have proxy-voting authority, in a manner most consistent with the long-term economic interest of fund investors. Setanta's discretion to vote on behalf of clients' portfolios is set out in the Investment Advisory Agreement. Where such discretion has been granted to Setanta, firms adopt Setanta's standard voting policy. Clients may request a bespoke voting policy to be applied and this will be considered by Setanta on a case by case basis.

Setanta endeavour to vote on all security voting decisions and do not outsource the responsibility to proxy advisors. ProxyEdge, provided through Setanta's third-party vendor Broadridge, is an online solution which supports the management of meeting notifications, voting decision communication, reporting of the meetings taking place on our securities. Setanta has in place a Voting Policy.

## Responsible Investing & ESG

We view the consideration of financially material ESG factors as core to our investment process. As such, ESG factors will form part of our engagement and voting practices where we feel they are material to the investment case, or they are required by our investment mandates. Setanta has in place a Responsible Investing policy and a Sustainability Risks policy.

## Ownership

This policy is owned by the Executive Management Committee and has been approved by the Setanta Board of Directors.