

Annual Statement of Investment Principles Implementation Statement (year to 30 June 2023) DXC Pension Plan ('the Plan') – Money Purchase benefits in the CSC, LPC and Rebus Sections

Introduction

This statement sets out how, and the extent to which, the Statement of Investment Principles ('SIP') produced by the Trustee for the Plan, has been followed during the year to 30 June 2023. This statement has been produced in accordance with the Occupational and Personal Pension Schemes (Disclosure of Information) Regulations 2013, as amended, and the guidance published by the Pensions Regulator and the Department of Work and Pensions ('DWP').

This statement covers the money purchase benefits in the Plan, namely the CSC DC Section, the Additional Voluntary Contributions ('AVCs') in the CSC Defined Benefit Section ('DB Section'), the LPC DC Section, the AVCs in the LPC DB Section and the AVCs in the Rebus Section. The statement relates to the DC SIP for the Plan (referred to as the SIP hereafter). A separate statement has been produced for the DB assets in the Plan.

Investment Objectives of the Plan

The Trustee believes it is important to consider the policies in place in the context of the investment objectives they have set. The objectives of the Plan included in the SIP are as follows:

"The Trustee recognises that individual members have differing investment needs and that these may change during the course of a member's working life. The Trustee also recognises that members have different attitudes to risk. The Trustee believes that members should be allowed to make their own investment decisions based on their individual circumstances."

In order to encompass these factors the Trustee has agreed the following objectives:

- *To make available a range of investment options that should enable members to tailor their own investment strategy to meet their own individual needs.*
- *To offer funds which allow diversification of risk and long-term capital growth.*
- *To provide a default investment option for members who do not make their own investment decisions. This is designed to be broadly appropriate for the needs of the majority of the membership."*

The policies set out in the SIP are intended to help meet the overall investment objectives of the Plan. Detail on the Trustee's objectives with respect to the default investment option, the alternative lifestyle options and the self-select fund range are outlined in the SIP.

Review of the SIP

The Trustee reviewed and amended the Plan's SIP once during the Plan year in February 2023. The Trustee treat a number of additional funds as default arrangements. After taking advice from its investment advisors and legal advisors, the Trustee no longer considered the CSC AVC Multi Asset Fund and the CSC Liquidity AVC Fund as default arrangements. As a result, the default SIPs for these funds were removed. In addition, the Trustee also updated the CSC Targeting Cash benchmark referenced in the SIP as LIBID (London Interbank Bid Rate) has been phased out in the UK and LGIM were now using SONIA (Sterling Overnight Index Average) as the benchmark for the underlying fund. No further changes were made.

Assessment of how the policies in the SIP have been followed for the year to 30 June 2023

The information provided in the following table highlights the work undertaken by the Trustee during the year, and longer term where relevant, and sets out how this work followed the Trustee policies in the SIP. The SIP is attached as an Appendix and sets out the policies referenced below.

In summary, it is the Trustee's view that the policies in the SIP have been followed during the Plan year to 30 June 2023.

	Requirement	Policy/section of the SIP where policy can be found	In the year to 30 June 2023
1	Securing compliance with the legal requirements about choosing investments	<i>As required by legislation, the Trustee has consulted a suitably qualified person by obtaining written advice from Mercer Limited (Section 1.2 of the SIP).</i>	<p>The Plan's investment advisors attended DC investment committee meetings during the year and provided updates on fund performance and, where required, appropriateness of the funds used.</p> <p>The investment arrangements of the DC Sections of the Plan (the main CSC DC Section and the LPC DC Section) were subject to a formal investment review during the Plan year in August 2022. The primary focus was the default investment options although the self-select range was also covered.</p> <p>Following this review it was agreed that no immediate changes were to be made to the CSC DC Section or to the LPC DC Section.</p> <p>Following consideration of the AVC arrangements in the CSC DB Section over 2021 and 2022, a number of changes were made to bring these investments in line with the DC fund offering. Mercer provided appropriate advice as part of this process and the changes were implemented late in 2022.</p>
2	Kinds of investments to be held	<i>The Trustee has made available a range of individual self-select fund options for investment in addition to the default investment option. A range of asset classes has been made available, including: equities, diversified growth funds, a number of blended multi-asset funds, money market investments, gilts and pre-retirement (annuity targeting) funds. It is</i>	No changes were made to the default or fund range in the main DC Section over the year and the kinds of investment held in the Plan remain consistent with the SIP.
3	The balance between different kinds of investments	<i>The Trustee has made available a range of individual self-select fund options for investment in addition to the default investment option. A range of asset classes has been made available, including: equities, diversified growth funds, a number of blended multi-asset funds, money market investments, gilts and pre-retirement (annuity targeting) funds. It is</i>	As noted above, a number of changes to the AVC arrangements in the CSC DB Section were implemented. However, this did not impact what was set out in the SIP in relation to AVCs and with the AVC funds in the CSC DB Section that were changed now mirroring those of the DC Section range, the policies in the SIP will still be consistent with the new arrangements.

		<i>the Trustee’s policy to offer both active and passive management options to members where appropriate, depending on asset class. (The SIP sets out the investment strategy of the Plan)</i>	The remaining investments held and the balance between investments remain consistent with the policy in the SIP.
4	Risks, including the ways in which risks are to be measured and managed	<i>The Trustee recognises that “risk” in the context of a defined contribution pension plan is multi-faceted. In broad terms, it’s regarded as the likelihood of failing to achieve the Plan’s objectives and have, on the advice of Mercer, taken several measures which are set out in Section 3 of the SIP.</i>	As detailed in the risk table in the SIP, the Trustee considers both quantitative and qualitative measures for these risks when deciding investment policies, strategic asset allocation, the choice of fund managers / funds / asset classes. The Trustee considers these risks and how they are measured and managed either as part of quarterly DC investment committee meetings where fund performance is discussed or as part of formal investment reviews (such as the review carried out in August 2022 noted above).
5	Expected return on investments	<i>The Trustee’s policy in relation to expected return is to make funds available to members that are spread across the expected risk/return spectrum. Each fund used in the Plan has an associated benchmark or target return which the Trustee views as the expected return. The expected return targeted by each is shown in the IPID. This includes assets that target long term growth in real terms and assets that are expected to be</i>	The investment performance reports for CSC DC and LPC section’s were reviewed by the DC investment committee on a quarterly basis during the Plan year – this included performance information on the default and additional investment fund choices. The investment performance report included details on how each investment manager is delivering against their specific targets or benchmarks.

		<i>less risky and more defensive in nature.</i>	
6	Realisation of investments	<i>In selecting assets, the Trustee considers the liquidity of the investments in the context of the likely needs of members. All assets are daily dealing and therefore should be realisable based on member demand. In addition, assets are mainly invested on regulated markets.</i>	No changes during the year to the liquidity of the funds used by the Plan.
7	Financially material considerations over the appropriate time horizon of the investments, including how those considerations are taken into account in the selection, retention and realisation of investments	<p><i>The risks identified in the table in Section 3 of the SIP are considered by the Trustee to be 'financially material considerations'. The Trustee believes the appropriate time horizon for which to assess these considerations within should be viewed at a member level. This will be dependent on the member's age and their selected retirement age. It is for this reason that a number of lifestyle options have been made available to members.</i></p> <p><i>The Trustee's policy on ESG, Responsible Investment and Corporate Governance is set out in Section 4 of the SIP.</i></p>	<p>A number of the key investment risks identified in the SIP were measured and managed, as part of reviewing investment performance at DC investment committee meetings.</p> <p>The investment performance report included a review of manager ratings from the investment consultant (both general rating focusing on the investment consultant's view regarding the ability of the funds to achieve their objectives and specific ESG ratings focusing on stewardship and ESG integration).</p> <p>A more strategically focused assessment of the default investment option and wider fund range formed part of investment strategy review in undertaken in August 2022. Following this review it was agreed that no immediate changes were to be made to the CSC DC Section or to the LPC DC Section.</p>

8	The extent (if at all) to which non-financial matters are taken into account in the selection, retention and realisation of investments	<i>Member views on non-financial matters are not taken into account in the selection, retention and realisation of investments.</i>	Policy in the SIP reflects practice, member views were on non-financial matters were not taken into account during the Plan year.
9	The exercise of the rights (including voting rights) attaching to the investments	<i>Having considered its fiduciary duty, the Trustee has delegated the evaluation of ESG factors, including climate change considerations, and exercising voting rights and stewardship obligations attached to the investments, to the appointed investment managers in accordance with their own corporate governance policies and current best practice, including the UK Corporate Governance Code and the UK Stewardship Code.</i>	As the Plan invests solely in pooled funds, the Trustee requires their investment managers to engage with the investee companies on their behalf. The Trustee expects investment managers to also incorporate consideration of ESG factors into their decision making process where appropriate. For the CSC DC and LPC Section, the quarterly investment performance report included a review of manager ratings from the investment consultant (including specific ESG ratings focusing on stewardship and ESG integration). ESG factors were also considered as part of the formal investment review undertaken in August 2022. There were no concerns noted over the year.
10	Undertaking engagement activities in respect of the investments (including the methods by which, and the circumstances under which, trustee would monitor and engage with relevant persons about relevant matters)	<i>Having considered its fiduciary duty, the Trustee has delegated the evaluation of ESG factors, including climate change considerations, and exercising voting rights and stewardship obligations attached to the investments, to the appointed investment managers in accordance with their own corporate governance policies and current best practice, including the UK Corporate Governance Code and the UK Stewardship Code.</i>	As the Plan invests solely in pooled funds, the Trustee requires their investment managers to engage with the investee companies on their behalf. The Trustee expects investment managers to also incorporate consideration of ESG factors into their decision making process where appropriate. For the CSC DC and LPC Section, the quarterly investment performance report included a review of manager ratings from the investment consultant (including specific ESG ratings focusing on stewardship and ESG integration). ESG factors were also considered as part of the formal investment review undertaken in August 2022. There were no concerns noted over the year.
11	How the arrangement with the asset manager incentivises the asset manager to align its investment strategy and	<i>In line with Section 5 of the SIP, managers are chosen based on their capabilities and, therefore, their perceived likelihood of achieving the expected return and risk characteristics required</i>	The Trustee is happy that the contractual arrangements in place continue to incentivise the managers to make decisions based on medium to long -term financial and non - financial performance. The arrangements in place are reviewed regularly. During the Plan year this was carried

	decisions with the Trustee's policies	<p><i>for the asset class being selected for.</i></p> <p><i>As the Trustee invests in pooled investment vehicles they accept that they have no ability to specify the risk profile and return targets of the manager, but appropriate mandates can be selected to align with the overall investment strategy.</i></p>	<p>out through the monitoring of performance on a quarterly basis. During the Plan year, the investment arrangements were subject to a formal investment review which assessed their continued suitability. No changes were made during the Plan year or following the formal investment review.</p>
12	How the arrangement incentivises the asset manager to make decisions based on assessments about medium to long-term financial and non-financial performance of an issuer of debt or equity and to engage with issuers of debt or equity in order to improve their performance in the medium to long-term.	<p><i>Investment managers are aware that their continued appointment is based on their success in delivering the mandate for which they have been appointed to manage. If the Trustee is dissatisfied, then they will look to replace the manager.</i></p>	<p>In the year to 30 June 2023, the Trustee remained happy that the contractual arrangements in place continue to incentivise the managers to make decisions based on medium to long-term financial and non-financial performance.</p> <p>During the year, the investment advisors kept the Trustee abreast of any changes to the investment manager ratings (both on the management of the strategy and the ESG ratings).</p> <p>ESG factors were also considered as part of the formal investment review undertaken in August 2022.</p>
13	How the method (and time horizon) of the evaluation of the asset	<p><i>The Trustee recognises they have a long-term time horizon as set out in SIP. As such managers are assumed to be held for a suitably</i></p>	<p>The Trustee include a three- and five-year performance metric in their quarterly performance reports. In addition, they benchmark managers' charges as part of the annual assessment of Value for Members with</p>

	<p>manager's performance and the remuneration for asset management services are in line with the Trustee's policies</p>	<p><i>long time. Managers' performance net of fees is therefore reviewed over both short and long time horizons. Remuneration is agreed upon prior to manager appointment and is reviewed on a regular basis.</i></p>	<p>the latest assessment being undertaken for the year to 30 June 2023.</p>
<p>14</p>	<p>How the Trustee monitors portfolio turnover costs incurred by the asset manager, and how they define and monitor targeted portfolio turnover or turnover range.</p>	<p><i>The Trustee's policy in relation to the monitoring of portfolio turnover costs is set out in Section 9 of the SIP.</i></p>	<p>Transaction costs, using the 'slippage cost methodology' (as defined in COBS 19.8 of the FCA Handbook), are disclosed in the annual Chair's Statement (the latest Statement is available: https://epa.towerswatson.com/doc/CSL/pdf/csc-dc-chair-statement---.pdf). The transaction costs for each fund covers the buying, selling, lending and borrowing of the underlying securities in the fund by the investment manager. An investment manager can also factor in anti-dilution mechanisms into the total transaction costs.</p> <p>The Trustee considered the level of transaction costs as part of their annual value for members' assessment for the year to 30 June 2023.</p> <p>However, at present, the Trustee notes a number of challenges in assessing these costs:</p> <ul style="list-style-type: none"> - No industry-wide benchmarks for transaction costs exist - The methodology leads to some curious results, most notably "negative" transaction costs - Explicit elements of the overall transaction costs are already taken into account when investment returns are reporting, so any assessment must also be mindful of the return side of the costs. <p>The Trustee will continue to monitor transaction costs on an annual basis and consider</p>

			developments on assessing these costs in terms of value.
15	The duration of the arrangement with the asset manager	<i>There is no set duration for the manager appointment. However, the appointment is regularly reviewed as to its continued suitability and could be terminated either because the Trustee is dissatisfied with the managers' ongoing ability to deliver the mandate promised or because of a change of investment strategy by the Trustee.</i>	<p>There were no changes to manager appointments over the year to 30 June 2023 and there remains no set duration for their appointments.</p> <p>However, following consideration of the AVC arrangements held with LGIM in the CSC DB Section over 2021 and 2022, a number of changes were made to bring these investments in line with the DC fund offering. LGIM remained the manager of these investments following these changes.</p>

Voting Activity during the Plan year

The Trustee has delegated their voting rights to the investment managers. The SIP states "*the Trustee has delegated the evaluation of ESG factors, including climate change considerations, and exercising voting rights and stewardship obligations attached to the investments, to the appointed investment managers in accordance with their own corporate governance policies and current best practice, including the UK Corporate Governance Code and the UK Stewardship Code.*"

The majority of voting activity will arise in public equity funds. However, voting opportunities may arise in other asset classes such as certain bonds, property, private equity and multi-asset funds. However, the Trustee has only received information relating to funds contained public equity this year. Voting activity information from each of the underlying investment managers (where provided) over the prior 12 months to 30 June 2023 is summarised in the pages that follow.

The Plan's Stewardship Priorities

The Plan invests solely in pooled funds. As such, voting rights are delegated to the investment managers and the Trustee expects their investment managers to engage with the investee companies on their behalf. However, the Trustee has also considered what the Plan's stewardship priorities should be as a result of the new requirements introduced this year for the SIP Implementation Statement in relation to 'significant votes'. Following assistance from their investment advisor, the Trustee have decided the following ESG factors should have most focus:

- Environmental: Climate change with a focus on low carbon transition and physical damages resilience
- Social: Human Rights with a focus on modern slavery, pay and safety in the workforce, supply chains and abuses in conflict zones.
- Governance: Diversity, equity and inclusion in terms of governance and decision making.

Although, the Trustee has not made the investment managers' aware of their stewardship priorities, they note that these priorities are broadly aligned with the areas the Plan's investment managers are currently focusing on in terms of voting and engagement.

Later in this Statement, the Trustee has set out the 'most significant votes' in relation to the Plan's investments. The Trustee, with the assistance of their investment advisor, has reviewed the information provided by the managers on voting and highlighted the votes that focus on the stewardship priority areas above. The Trustee has weighted this analysis towards the funds holding the largest value of member savings and the companies that represent the largest underlying holdings within those funds (i.e. funds with more than 10% of assets in the DC Section and the top 10 companies in those funds). Due to the low level of assets invested, no significant votes have been disclosed in relation to the LPC DC Section or the AVC arrangements in the Plan.

CSC Section

DC Section

Investment Manager	Fund name	Underlying Funds containing equity
SEI	CSC All Share Adventurous (Active)	SEI Aggressive Fund
SEI	CSC Multi Asset Adventurous (Active)	SEI Growth Fund
SEI	CSC Multi Asset Moderate (Active)	SEI Core Fund
Legal & General Investment Management ('LGIM')	CSC All Share Adventurous	LGIM Global Equity (30:70) Index (GBP 75% Currency Hedged)
LGIM	CSC Multi Asset Default	LGIM Global Equity (30:70) Index (GBP 75% Currency Hedged) and LGIM Diversified Fund
LGIM	CSC Multi Asset Moderate	LGIM Global Equity (30:70) Index (GBP 75% Currency Hedged) and LGIM Diversified Fund
LGIM	CSC Diversified Growth	LGIM Diversified Fund
LGIM	CSC Targeting Drawdown	LGIM Retirement Income Multi-Asset Fund
LGIM	CSC Targeting Annuity	-
LGIM	CSC Targeting Cash	-

The funds highlighted in **bold** hold equities.

AVCs in the DB Section

Investment Manager	Fund name	Underlying Fund containing equity
SEI	Aggressive	SEI Aggressive Fund
LGIM	Multi Asset Default AVC fund	LGIM Global Equity (30:70) Index (GBP 75% Currency Hedged) and LGIM Diversified Fund
LGIM	Global Equity	Global Equity (30:70) Index (GBP 75% Currency Hedged)
LGIM	Adventurous Core (Global Equity (30:70) Index Fund)	Global Equity (30:70) Index (GBP 75% Currency Hedged)

LGIM	Diversified Fund	LGIM Diversified Fund
LGIM	Sterling Non-Gilts	-
LGIM	Fixed Interest Gilts	-
LGIM	Index-Linked Gilts (Over 15 years)	-
LGIM	Fixed Interest Gilts (Over 5 years)	-
LGIM	Liquidity	-

The funds highlighted in **bold** hold equities.

Rebus Section

AVCs

Investment Manager	Fund name
Standard Life	Managed Pension Fund
	North American Equity Pension Fund
	Stock Exchange Pension Fund
	Global Equity 50:50 Pension Fund
	Multi Asset Managed (20-60% Shares)
	International Equity Pension Fund
	UK Equity Pension Fund
	At Retirement (Multi Asset Universal)
	Pension With Profits One*
	Pension With Profits*
Pension Millennium With Profits*	

The funds highlighted in **bold** hold equities.

*The With Profits funds have a number of underlying funds.

LPC Section

DC Section

Investment Manager	Fund name
LGIM	LGIM UK Equity Index
	LGIM Global Equity Fixed Weights (60:40) Index
	LGIM Fixed Interest Gilt
	LGIM Cash

The funds highlighted in **bold** hold equities.

The LPC Section of the Plan also holds AVC funds with Prudential and ReAssure.

Investment Manager	Fund name
	UK Equity

Prudential	Long Term Gilt Passive
	With Profits Cash Accumulation Fund*
ReAssure	Unitised With Profits Fund*

The funds highlighted in **bold** hold equities.

*The With Profits funds have a number of underlying funds.

Overview of LGIM's approach to voting and engagement

LGIM's policy on consulting with clients before voting

LGIM's voting and engagement activities are driven by ESG professionals and their assessment of the requirements in these areas seeks to achieve the best outcome for all their clients. Their voting policies are reviewed annually and take into account feedback from their clients.

Every year, LGIM holds a stakeholder roundtable event where clients and other stakeholders (civil society, academia, the private sector and fellow investors) are invited to express their views directly to the members of the Investment Stewardship team. The views expressed by attendees during this event form a key consideration as they continue to develop their voting and engagement policies and define strategic priorities in the years ahead. They also take into account client feedback received at regular meetings and/or ad-hoc comments or enquiries.

LGIM's process for deciding how to vote

All decisions are made by LGIM's Investment Stewardship team and in accordance with their relevant Corporate Governance & Responsible Investment and Conflicts of Interest policy documents which are reviewed annually. Each member of the team is allocated a specific sector globally so that the voting is undertaken by the same individuals who engage with the relevant company. This ensures their stewardship approach flows smoothly throughout the engagement and voting process and that engagement is fully integrated into the vote decision process, therefore sending consistent messaging to companies.

Proxy voting services

LGIM's Investment Stewardship team uses ISS's 'ProxyExchange' electronic voting platform to electronically vote clients' shares. All voting decisions are made by LGIM and they do not outsource any part of the strategic decisions. Their use of ISS recommendations is purely to augment their own research and proprietary ESG assessment tools. The Investment Stewardship team also uses the research reports of Institutional Voting Information Services (IVIS) to supplement the research reports that they receive from ISS for UK companies when making specific voting decisions

To ensure their proxy provider votes in accordance with their position on ESG, they have put in place a custom voting policy with specific voting instructions. These instructions apply to all markets globally and seek to uphold what they consider are minimum best practice standards which they believe all companies globally should observe, irrespective of local regulation or practice.

LGIM retain the ability in all markets to override any vote decisions, which are based on their custom voting policy. This may happen where engagement with a specific company has provided additional information (for example from direct engagement, or explanation in the annual report)

that allows them to apply a qualitative overlay to their voting judgement. They have strict monitoring controls to ensure their votes are fully and effectively executed in accordance with their voting policies by their service provider. This includes a regular manual check of the votes input into the platform, and an electronic alert service to inform them of rejected votes which require further action.

LGIM regularly monitor the proxy voting service through quarterly due diligence meetings with ISS. Representatives from a range of LGIM departments attend these meetings, including the client relationship manager, research manager and custom voting manager. The meetings have a standing agenda, which includes setting out their expectations, an analysis of any issues they have experienced when voting during the previous quarter, the quality of the ISS research delivered, general service level, personnel changes, the management of any potential conflicts of interest and a review of the effectiveness of the monitoring process and voting statistics. The meetings will also review any action points arising from the previous quarterly meeting.

Risk Management

LGIM has its own internal Risk Management System (RMS) to provide effective oversight of key processes. This includes LGIM's voting activities and related client reporting. If an item is not confirmed as completed on RMS, the issue is escalated to line managers and senior directors within the organisation. On a weekly basis, senior members of the Investment Stewardship team confirm on LGIM's internal RMS that votes have been cast correctly on the voting platform and record any issues experienced. This is then reviewed by the Director of Investment Stewardship who confirms the votes have been cast correctly on a monthly basis. Annually, as part of their formal RMS processes the Director of Investment Stewardship confirms that a formal review of LGIM's proxy provider has been conducted and that they have the capacity and competency to analyse proxy issues and make impartial recommendations.

Source: LGIM

Overview of voting activity, on behalf of the Trustee, for the LGIM funds containing equity for the 12 months to 30 June 2023

Fund	How many resolutions were you eligible to vote on?	What % of resolutions did you vote on for which you were eligible?	Of the resolutions on which you voted, what % did you vote with management?	Of the resolutions on which you voted, what % did you vote against management?	Of the resolutions on which you voted, what % did you abstain from voting?
CSC Section					
LGIM Diversified Fund	92,836	100%	77%	23%	0%

LGIM Retirement Income Multi-Asset Fund	103,258	100%	78%	22%	0%
LGIM Global Equity (30:70) Index Fundd (GBP 75% Currency Hedged)	70,780	100%	81%	18%	1%
LGIM Global Equity Fixed Weights (50:50) Index Fund	38,703	100%	82%	18%	0%
LGIM Global Equity Fixed Weights (60:40) Index Fund	38,703	100%	82%	18%	0%
LPC Section					
L&G UK Equity Index	10,510	100%	94%	6%	0%
LGIM Global Equity Fixed Weights (60:40) Index Fund	38,703	100%	82%	18%	0%

Source: LGIM. Figures may not sum to 100% due to rounding.

Overview of SEI's approach to voting and engagement

SEI's policy on consulting with clients before voting

Clients with a segregated account can communicate to SEI how they would like to vote on their shares. Clients invested in pooled funds, such as the Plan, can express their view to SEI and it will be considered with enough notice.

Proxy voting services

SEI use a specialist proxy voting provider, which enables SEI to maintain very high voting rates on the shares that they hold.

Source: SEI

Overview of voting activity, on behalf of the Trustee, for the SEI funds containing equity for the 12 months to 30 June 2023

Fund	How many resolutions were you eligible to vote on?	What % of resolutions did you vote on for which you were eligible?	Of the resolutions on which you voted, what % did you vote with management?	Of the resolutions on which you voted, what % did you vote against management?	Of the resolutions on which you voted, what % did you abstain from voting?
CSC Section					
SEI Core Fund	73,030	94%	88%	8%	1%
SEI Growth Fund	78,441	94%	89%	8%	1%
SEI Aggressive Fund	50,050	95%	88%	8%	1%

Source: SEI. Figures may not sum to 100% due to rounding.

Significant votes undertaken by the investment managers, on behalf of the Trustee, in relation to the equity holdings in the Plan for the 12 months to 30 June 2023

The investment managers have provided detailed information on their voting (both managers have provided voting they deem significant to the Plan). The Trustee has considered this information and disclosed the votes that they deem to be most significant. A “significant vote” is defined as one that is linked to the Plan’s stewardship priorities/themes. These priorities were set out earlier in this Statement. As noted earlier, the Trustee has weighted this analysis towards the funds with the largest asset value in the Plan and companies that have the largest holdings within those funds (i.e. significant holdings). The only funds that met the size criteria were the LGIM Global Equity (30:70) Index Fund (GBP 75% Currency Hedged), the LGIM Diversified Fund and the SEI Aggressive Fund.

LGIM Global Equity (30:70) Index Fund (GBP 75% Currency Hedged)

Where LGIM voted against management LGIM state ‘LGIM publicly communicates its vote instructions on its website the day after the company meeting, with a rationale for all votes against management. It is our policy not to engage with our investee companies in the three weeks prior to an AGM as our engagement is not limited to shareholder meeting topics’. This is applicable to both LGIM funds presented in this section.

Company	% of holding	Date of the vote	Resolution	How LGIM voted	Rationale for voting	Why is this vote significant to the Trustee	Outcome of the vote	Lessons learned / Next Steps
Shell Plc	2.11	23/05 /2023	Approve the Shell Energy Transition Progress	Against	A vote against is applied, though not without reservations. LGIM acknowledges the substantial progress made by the company in meeting its 2021 climate commitments and welcome the company leadership in pursuing low carbon products. However, LGIM remains concerned by the lack of disclosure surrounding future oil and gas production plans and targets associated with the upstream and downstream operations; both of these are key areas to demonstrate alignment with the 1.5C trajectory.	The Trustee has deemed votes related to the climate change to be a significant vote.	Pass	LGIM continues to undertake extensive engagement with Shell on its climate transition plans

Amazon.com, Inc.	1.06	24/05/2023	Report on Median and Adjusted Gender/Racial Pay Gaps	For	A vote in favour is applied as LGIM expects companies to disclose meaningful information on its gender pay gap and the initiatives it is applying to close any stated gap. This is an important disclosure so that investors can assess the progress of the company's diversity and inclusion initiatives. Board diversity is an engagement and voting issue, as we believe cognitive diversity in business – the bringing together of people of different ages, experiences, genders, ethnicities, sexual orientations, and social and economic backgrounds – is a crucial step towards building a better company, economy and society.	The Trustee has deemed votes related to social and human rights to be a significant vote	Fail	LGIM will continue to engage with the company and monitor progress.
NVIDIA Corporation	1.03	22/06/2022	Elect Director Stephen C. Neal	Against	A vote against is applied as LGIM expects a company to have at least one-third women on the board. LGIM also expects a board to be regularly refreshed in order to maintain an appropriate mix of independence, relevant skills, experience, tenure, and background.	The Trustee has deemed votes related to Diversity, Equity and Inclusion to be a significant vote.	Not provided	LGIM will continue to engage with our investee companies, publicly advocate our position on this issue and monitor company and market-level progress.

Source: LGIM.

LGIM Diversified Fund

Company	% of holding	Date of the vote	Resolution	How LGIM voted	Rationale for voting	Why is this vote significant to the Trustee	Outcome of the vote	Lessons Learned / Next Steps
Prologis, Inc.	0.42	04/05/2023	Elect Director Jeffrey L. Skelton	Against	A vote against is applied as LGIM expects a company to have at least one-third women on the board. LGIM expects a board to be regularly refreshed in order to maintain an appropriate mix of independence, relevant skills, experience, tenure, and background. LGIM also expects the Chair of the Committee to have served on the board for no more than 15 years in order to maintain independence and a balance of relevant skills,	The Trustee has deemed votes related to Diversity, Equity and Inclusion to be	Not provided	LGIM will continue to engage with our investee companies, publicly advocate our position on this issue and monitor

					experience, tenure, and background. Lastly, a vote against is applied as the company has an all-male Executive Committee.	a significant vote.		company and market-level progress.
Shell Plc	0.35	23/05/2023	Approve the Shell Energy Transition Progress	Against	A vote against is applied, though not without reservations. LGIM acknowledges the substantial progress made by the company in meeting its 2021 climate commitments and welcome the company leadership in pursuing low carbon products. However, LGIM remains concerned by the lack of disclosure surrounding future oil and gas production plans and targets associated with the upstream and downstream operations; both of these are key areas to demonstrate alignment with the 1.5C trajectory.	The Trustee has deemed votes related to the climate change to be a significant vote.	Pass	LGIM continues to undertake extensive engagement with Shell on its climate transition plans
Tencent Holdings Limited	0.30	17/05/2023	Elect Jacobus Petrus (Koos) Bekker as Director	Against	Climate Impact Pledge: A vote against is applied as the company is deemed to not meet minimum standards with regard to climate risk management. Remuneration Committee: A vote against has been applied because LGIM expects the Committee to comprise independent directors.	The Trustee has deemed votes related to the climate change to be a significant vote.	Pass	LGIM will continue to engage with the company and monitor progress.
American Tower Corporation	0.22	24/05/2023	Elect Director Robert D. Hormats	Against	Diversity: A vote against is applied due to the lack of gender diversity at executive officer level. LGIM expects executives officers to include at least 1 female.	The Trustee has deemed votes related to Diversity, Equity and Inclusion to be a significant vote.	Pass	LGIM will continue to engage with our investee companies, publicly advocate our position on this issue and monitor company and market-level progress.
Toyota Motor Corp.	0.21	14/06/2023	Amend Articles to Report on Corporate Climate Lobbying Aligned with Paris Agreement	For	LGIM views climate lobbying as a crucial part of enabling the transition to a net zero economy. A vote for this proposal is warranted as LGIM believes that companies should advocate for public policies that support global climate ambitions and not stall progress on a Paris-aligned regulatory environment. LGIM believes the company must explain more clearly how its multi-pathway electrification strategy translates into meeting its	The Trustee has deemed votes related to the climate change to be a significant vote.	Fail	LGIM will continue to engage with the company and monitor progress.

					decarbonisation targets, and how its climate lobbying practices are in keeping with this.			
The Southern Company	0.16	24/05/2023	Elect Director Anthony F. "Tony" Earley, Jr.	Against	Diversity: A vote against is applied as LGIM expects a company to have at least one-third women on the board.	The Trustee has deemed votes related to Diversity, Equity and Inclusion to be a significant vote.	Not provided	LGIM will continue to engage with our investee companies, publicly advocate our position on this issue and monitor company and market-level progress.

Source: LGIM. As a multi-asset fund, the fund factsheets do not contain a top 10 holdings list. As such, we have focused on the 10 largest holdings shown in the voting information provided by LGIM.

SEI Aggressive Fund

Please note, the Trustee has not been provided with information on whether votes against management were communicated to the company ahead of the vote and next steps following the vote.

Company	% of holding	Date of the vote	Resolution	How LGIM voted	Rationale for voting	Why is this vote significant to the Trustee	Outcome of the vote
Tesla Inc.	0.37	04/08/2022	Shareholder Proposal Regarding Report on Effectiveness of Workplace Sexual Harassment and Discrimination Policies	For	A vote in favour is applied as Tesla has faced more than 40 lawsuits from former and current employees alleging that it fosters a sexist and racist work culture. By reporting on the effectiveness and outcomes of its efforts to prevent harassment and discrimination, it will allow shareholders to better understand the efficacy of the Company's policies and initiatives. The report will also help to identify Tesla's progress on relevant	The Trustee has deemed votes related to social and human rights to be a significant vote	Fail

					metrics and targets and mitigate potential risks.		
Amazon	0.49	24/05/2023	Shareholder Proposal Regarding Report on Working Conditions	For	A vote in favour is applied as Amazon has been fined in recent years for violating workplace safety laws by requiring warehouse employees to perform repetitive motions at a fast pace, increasing their risk of injury. The additional disclosure and independent audit report would likely allow employees to provide an honest assessment of their experiences and would provide some assurance to shareholders that the working conditions are being evaluated.	The Trustee has deemed votes related to social and human rights to be a significant vote.	Pass
Chevron Corp.	0.23	31/05/2023	Shareholder Proposal Regarding Recalculated Emissions Baseline	For	A vote in favour is applied as, since 2016, Chevron Corp. reports a 4.7% reduction in its portfolio carbon intensity, but between 2017 and 2021, it sold more assets than any other American oil and gas company, and it is unclear how the Company accounts for these divestitures in its emissions reporting. Shareholders cannot determine whether the Company's reported GHG reductions are the result of operational improvements or of transferring emissions off its books. Chevron Corp. has a high ESG risk rating.	The Trustee has deemed votes related to the climate change to be a significant vote.	Pass
Exxon Mobile Corp.	0.27	31/05/2023	Shareholder Proposal Regarding Report of Guyanese Operations'	For	A vote in favour is applied as Exxon Mobil Corp. operates one of the largest oil fields discovered in the past decade, offshore of the South American country Guyana. Concerns were raised that the Company had disregarded safety-related	The Trustee has deemed votes related to the climate change to be a significant vote.	Fail

					issues and failed to adequately prepare for possible disasters in the region.		
Meta Platforms Inc	0.44	31/05/2023	Shareholder Proposal Regarding Targets and Report on Child Safety Impacts	For	A vote in favour is applied as Meta Platforms Inc is the world's largest social media company with billions of children and teen users, and the Company's platforms, including Facebook, Instagram, Messenger, and WhatsApp, have been linked to numerous child safety impacts and social policy challenges. In 2021, nearly 29 million cases of online child sexual abuse material were reported, and nearly 27 million of those (92%) stemmed from the Company's platforms.	The Trustee has deemed votes related to social and human rights to be a significant vote.	Pass

Source:SEI.