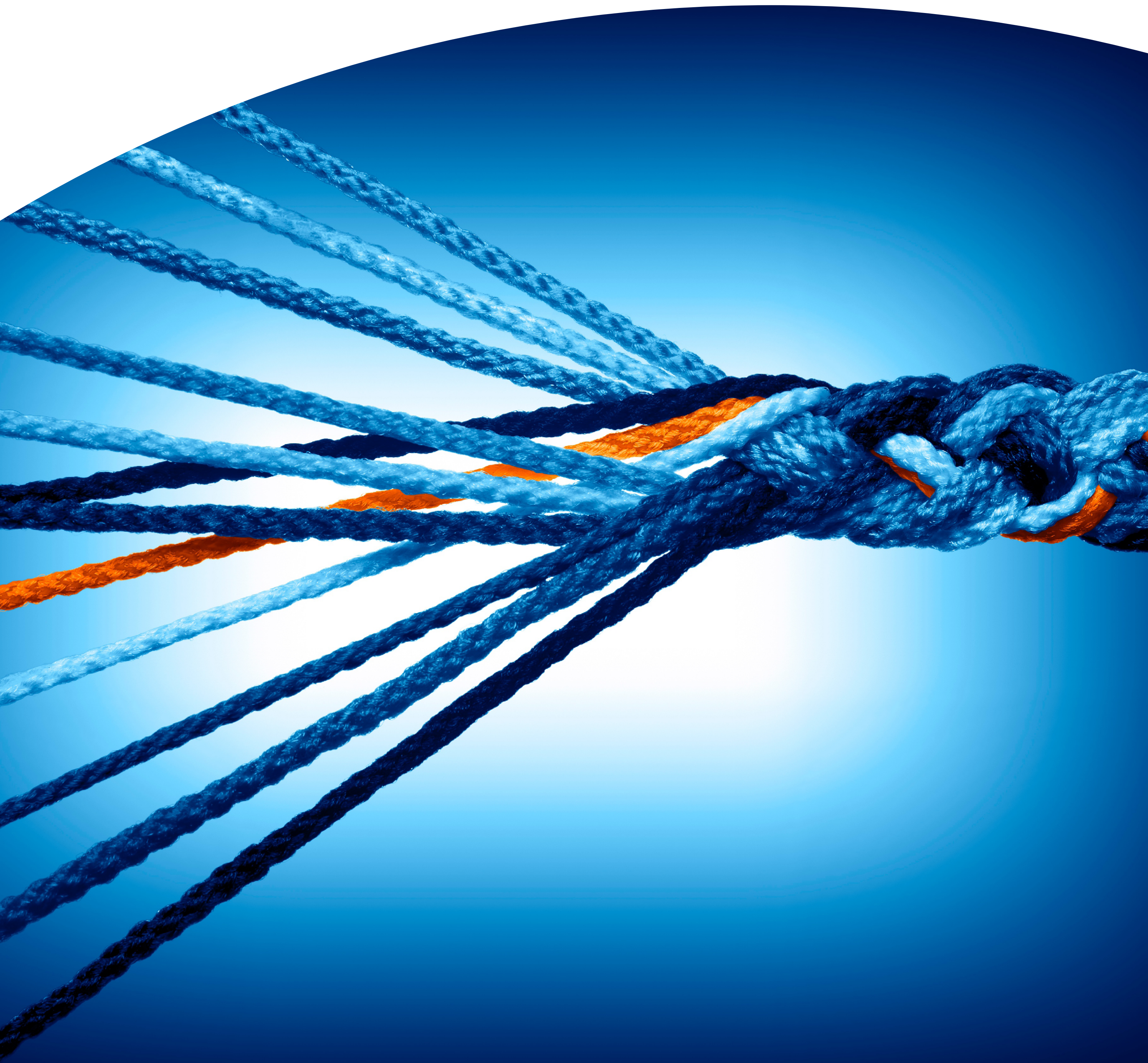
SUSTAINABILITY WOVEN THROUGH THE FABRIC OF OUR FIRM

JUPITER FUND MANAGEMENT PLC

Responsible Investment Policy July 2023



Jupiter Fund Management ('Jupiter') is a specialist, high-conviction, active asset manager committed to helping our clients achieve their long-term investment objectives.

As active owners and long-term stewards of the assets in which we invest on behalf of our clients, our investment teams are at the core of our responsible investment approach. The investment teams analyse holdings on a range of material ESG issues to ensure that we protect and enhance the value of our client's investments to deliver returns in line with their objectives. Where we identify opportunities to improve the ESG performance or reduce the ESG risk of an investment, we actively engage and make use of our shareholder vote with the objective of improving stewardship outcomes.

The investment management teams are supported by a dedicated Stewardship team that assists with asset monitoring, company and credit research, and proxy voting as well as direct and collaborative engagement.

In Jupiter's Sustainability Policy, we identify material sustainability issues relevant to Jupiter's corporate and investment footprints.

The Responsible Investment Policy describes how we approach these issues as an active investor, setting out:

- Our sustainability governance and oversight
- Our approach to ESG integration and materiality
- Core material ESG issues

As a high-conviction active asset manager, Jupiter recognises that we have an important role to play in the allocation of capital, both as active owners and long-term stewards of the assets in which we invest on behalf of clients. Our approach to responsible investment means that we consider material ESG issues for every investment strategy, identifying extra-financial information to enable our investment teams to make better-informed investment decisions. Our investment strategies have defined investment processes, and consideration of material ESG issues is integrated into both investment analysis and decision-making, influencing asset allocation, portfolio construction, security selection, position sizing, stewardship, engagement and subsequent decisions on whether to remain invested or exit.

ESG Materiality Assessment

Jupiter takes a materiality approach to integrating ESG into our investment processes. We have identified material issues that our investment managers have discretion to interpret as appropriate for their asset classes and investment processes. Engagement and the exercise of our shareholder rights by way of active proxy voting is a key element of our approach to ESG integration.

ESG integration enables us to develop a 360° view of both the risk and opportunities a company or asset is exposed to, and to factor this into valuation and investment decisions.

Environmental

Climate

Limiting global temperature rises to 1.5 degrees above preindustrial levels, in line with the Paris Agreement, is an urgent challenge facing the global economy. We use our influence as an investor through stewardship and active ownership to encourage companies to identify, manage and mitigate climate change risks or opportunities. We believe that the scale of climate change will impact all sectors, industries, and asset classes and we acknowledge the positive role that investors can play in tackling it through our investment decisions and capital allocation.

Our approach is centred on net zero asset alignment, which prioritises the transition to a low carbon economy through active stewardship. This approach creates a greater understanding of a company's readiness to implement climate-related changes, track progress against goals, and demonstrate impact over time.

We support the Task Force on Climate Related Financial Disclosures (TCFD) and encourage companies to provide (as Jupiter does) accurate and timely disclosure in line with the four thematic pillars of the TCFD framework. Our investment teams consider climate risk through the analysis of a company's TCFD disclosure or climate risk reporting. At a strategy level, our investment teams may also consider asset alignment based on the Net Zero Investment Framework, carbon intensity reduction, Science Based Targets Initiative[1] and temperature scenarios consistent with the goals of the Paris Agreement. Where relevant, we may use third-party carbon scores as a proxy to assess how portfolio companies are managing climate risk.

Biodiversity

Biodiversity underpins healthy societies, resilient economies, and the ability of companies to operate. The Intergovernmental Science-Policy Platform on Biodiversity and Ecosystem Services (IPBES) has indicated that 75% of the land-based environment and approximately 66% of the marine environment have been altered significantly by human actions[2], which indicates value destruction on an extraordinary scale. Financial institutions and investors are critical in helping to prevent further biodiversity loss and restoring nature to ensure ecosystem resilience.

We consider biodiversity impacts in our ESG analysis of companies. We engage with investee companies where we believe their practices are unsustainable, with the goal of achieving change, reversing biodiversity loss, while preserving and enhancing the value of our client's assets.

We signed the Finance for Biodiversity Pledge[3] which commits us to collaborating, engaging, and assessing our biodiversity impact, in addition to setting targets and reporting on biodiversity by 2024.

Social

Human Rights

Human rights are basic rights or freedoms to which all human beings are inherently entitled. We recognise the importance of companies respecting and protecting human rights issues.

Companies with poor management of human rights can face a range of issues including fines, workforce issues and supply chain challenges which may affect their licence to operate. We monitor and assess human rights policies and procedures for our investee companies to ensure that they are promoting good governance and management of human rights issues. We expect companies to comply with internationally-recognised human rights codes and standards. We acknowledge that material human rights issues may differ by asset class, and we assess a company's approach on a case-by-case basis.

Human Capital

Good human capital management supports both value creation and business resilience, and we believe that investing in human capital correlates with longer-term business success. Human capital management can both upskill and educate a workforce, increase abilities, and retain and motivate employees which has a direct impact both on an individual company and on wider society.

Promoting Diversity, Equity and Inclusion (DE&I) enables companies to attract talent from a wider talent pool. It also contributes to better decision-making, performance, innovation, and employee satisfaction and retention. We understand that approaches to human capital management, including DE&I will differ, and as an active owner we seek to understand an investee company's operating model and we engage to advise on best practice and potential improvements.

Health and safety

Occupational health and safety is a useful metric to outline good workforce practices and a strong operational culture. Where a company fails to meet health and safety standards, we will engage and encourage the company to improve its practices and to disclose health and safety indicators. Good health and safety should be embedded in a business, and we promote a zero-harm ethos.

Corporate Governance

Corporate governance is the process by which companies are directed and controlled. Boards of directors are responsible for the governance of companies.

Good corporate governance is key to the success of a company's strategy and culture. Governance also intersects with sustainability issues, and we seek to understand how a company's governance is interconnected to the oversight, transparency, and effectiveness of its sustainability goals.

As active owners, we assess company governance on a range of issues, recognising that good practice will differ depending on a company's jurisdiction, size, and ownership structure. These issues may include but are not limited to:

- **Boards and executive leadership:** We build understanding of the quality of leadership teams and boards through assessment of i) board and committee composition and independence, ii) board and executive tenure and succession planning, iii) DE&I oversight and actions at board level and throughout an enterprise, iv) oversight and management of corporate culture.

- **Remuneration:** Management incentivisation structures should be aligned with shareholder interests. We consider KPIs governing short and long-term incentivisation, as well as the overall quantum, when assessing remuneration packages. We seek to understand how remuneration structures encourage correct behaviours and do not create any perverse incentives, short-term actions, or rewards for failure. We expect companies to provide information on how management compensation decisions are linked to the wider employee and sustainability agenda.
- **Protection of minority rights and related party transactions:** As global investors we recognise and respect local market practice that may result in differing governance arrangements and levels of shareholder rights. However, where possible we expect companies to comply with the above principles surrounding director independence/alignment and transparency of pay structures, or to explain why these principles do not apply. We will escalate engagement where we believe that minority rights have been compromised. This engagement may be direct or collaborative and extend to regulators and listing authorities. It may also lead to public statements outlining our concerns.
- **Systemic risks:** the environment in which companies operate continues to change rapidly and we consider where businesses are exposed to wider systemic risks, including through the assessment of global standards, such as the UN Global Compact.
- **Conduct, litigation and relations with policy makers and regulators:** Poor relations with regulators can severely hamper corporate success and result in value destruction for investors. We seek to understand how management teams engage with regulators and board oversight of regulatory matters. We also seek to understand how a company guards against malpractice.
- **Corporate culture:** We may engage with boards to understand how corporate culture is being led, developed, and monitored and to highlight strengths and areas for development. Where relevant, we seek to understand how management is advancing culture and where and how culture challenges emerge (e.g., expansion into new territories, M&A).
- **Audit and control environment:** We consider quality and independence of auditors. We may escalate engagement with Audit Committee chairs where we believe that audit standards are not in line with our expectations.

Proxy Voting

Exercising our shareholder voice through active proxy voting is central to our responsible investment approach to represent client interests, hold boards to account, and support investee companies. We seek to vote all eligible proxies, taking account of local market practice such as powers of attorney or share blocking. Our investment managers are accountable for the exercise of their shareholder votes supported by the Stewardship team, which is responsible for proxy voting operations, the monitoring of meeting ballots and providing an initial assessment of each meeting's agenda, including an assessment of independent proxy advisory research.

We do not outsource our voting decisions to an external service provider and we do not automatically vote in line with third-party recommendations, with the exception of our systematic quant-driven strategy.

Our proxy voting guidelines will be updated during 2023.

General meetings

We do not routinely attend general meetings in person, as we prefer to conduct our engagement with companies either on a one-to-one basis or collectively with other investors. However, we may send a representative to attend and vote at a general meeting where we believe this is the most effective means of communicating with the company.

Voting Disclosure

We publicly disclose our global voting records on our website. The proxy voting report outlines all voting activity and provides rationales for our votes against management. The voting record reflects the majority view of Jupiter's institutional clients, unit trusts and in-house investment vehicles and may reflect different voting instructions for the same meeting in line with client mandates.

Engagement

Engagement is central to our active ownership approach. It advances our responsible investment goals, builds lasting relationships with companies, and provides our investment teams with greater investment insights. Our investment teams maintain a dialogue with companies to inform their investment decisions and carry out strategic engagement, based on ESG materiality. To be effective, engagement must be focused and have well-defined targets, objectives, and outcomes. We do not believe that volume of engagement is a reliable indicator of successful active ownership.

- **Investment-led:** Investment managers are responsible for capital allocation decisions and lead engagement, supported by the Stewardship Team.
- **Monitoring/escalation:** We regularly engage with companies to monitor material ESG issues that will impact the long-term success of an investment. Engagement should be proactive as reactive engagement may not achieve good outcomes for investors. We also use proactive dialogue to discuss our expectations around material ESG issues.
- **Misalignment:** Concerns may arise at investee companies because of a misalignment with shareholder interests or negative impacts for stakeholders. Where appropriate, we will use engagement with company management and boards of directors as an escalation tool to resolve such situations.
- **Time horizon:** Many material ESG issues are complex and interconnected, and outcomes take time. We are committed to long-term engagement goals, however to protect client interests we reserve the right to exit an investment if we conclude that progress is insufficient or does not meet our strategic objectives.
- **Direct and collaborative engagement:** Our primary tool is direct engagement with companies. We also engage in collective engagement where such action aligns with our own objectives. Collective engagement enables us to leverage our influence and is particularly useful when considering systemic risks such as climate and biodiversity. In addition to working with other shareholders, collective engagement can be extended to investor bodies, NGOs, charities, and trade organisations.
- **Regulatory, industry and policy engagement:** We engage with industry bodies, policymakers and regulators where appropriate and we believe there is an opportunity to contribute to the agenda while representing client interests.

Data Science and third-party data resource

Our in-house data science team has built a proprietary desktop tool, known as ESG Hub, which allows the investment teams to apply multi-factor ESG screening to their investment universe and to build custom reports. We use third-party data sources as an input into ESG Hub. We continue to evolve and develop ESG Hub as the quality, consistency, and accuracy of ESG data and analysis improves.

The data science team also works with third-party ESG data providers to challenge and provide constructive feedback to enhance the quality and integrity of the ESG data sets we use.

Screening

Jupiter does not exclude, except i) where required by law, ii) in line with the specifications of a particular client mandate, or iii) if a company is involved in banned activities under the following international conventions:

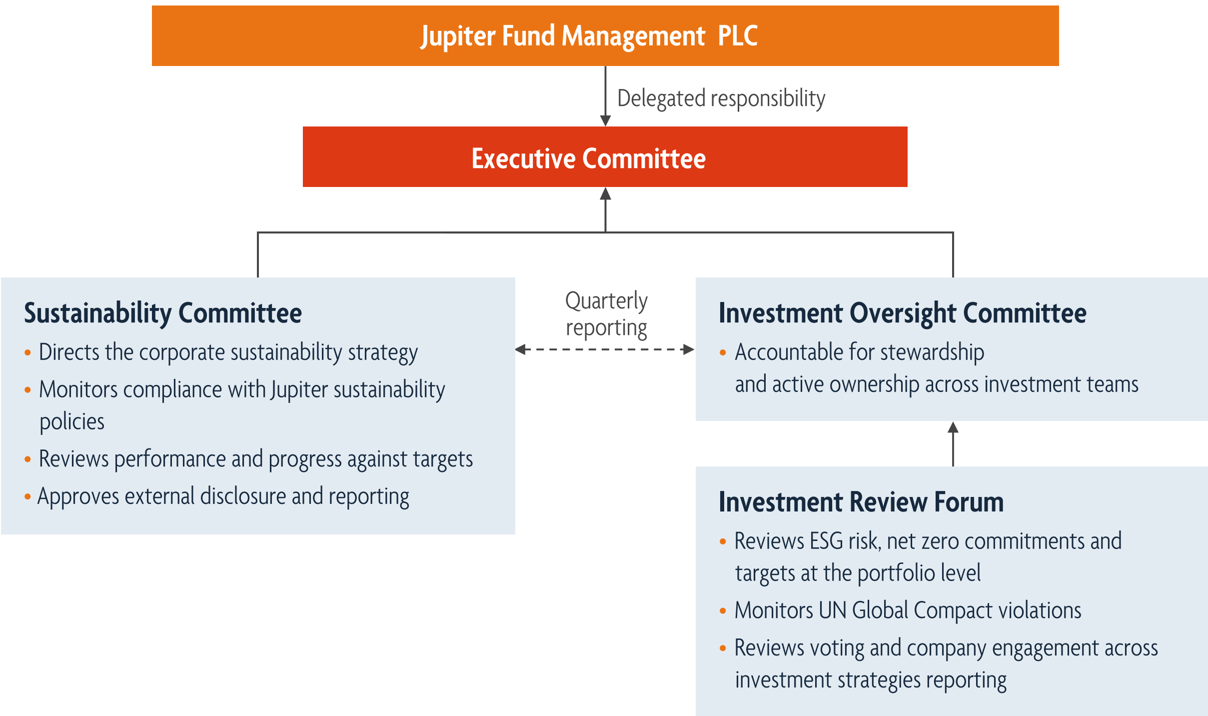
- The 1997 Ottawa Convention (Anti-Personnel Mine Ban Treaty)
- The 2008 Convention on Cluster Munitions (CCM)

We use third party vendors to screen for involvement in controversial and banned weaponry.

Investment managers may also apply fund-specific exclusions in line with strategy requirements and client mandates. Such disclosures, if applicable, are made in the fund prospectus. Ongoing monitoring occurs through our investment and risk processes to ensure compliance with any stated exclusions.

Sustainability governance

Our internal governance structure provides accountability for sustainability issues, information flow and oversight across the business. For further information please see our Sustainability Policy.



Sustainability Committee members

- Chief Executive Officer
- COO, Investment Management
- Global Head of Distribution
- Group Company Secretary
- Head of Strategy and Corporate Development
- Head of Sustainability
- Human Resources Director
- Non-Executive Director

Conflicts of Interest

Jupiter recognises the importance of managing potential conflicts of interest, our published Group Conflicts of Interest Policy is available at here. Jupiter's investment management business is conducted at arm's length from its parent company (Jupiter Fund Management PLC). Conflicts of interest between the parent and subsidiary are rare and appropriately managed.

Conflicts of interest may arise when clients are also companies in which our funds invest. In these circumstances, potential conflicts are discussed with the relevant fund managers and the asset class heads. In addition, there is close engagement with the investee company, including where the issue may relate to a voting matter. In this instance we vote in the best interest of clients, using the principles of Treating Customers Fairly (TCF). Where applicable, we obtain advance approval from the client prior to voting.

The following considerations are made to ensure we best mitigate conflicts of interest surrounding proxy voting:

- Our funds may not invest in the shares of Jupiter Fund Management PLC.
- Where we manage money for a corporate pension scheme and hold equities in that company across our portfolios, our Stewardship team will formulate a voting recommendation based on a best practice evaluation, which will then be approved by the Investment Oversight Committee for additional assurance.
- Where we manage a segregated mandate that is part invested in a Jupiter-run listed vehicle, the proxy voting ballot will be transferred to the client rather than being voted by Jupiter employees.

Where a Jupiter Unit trust invests in a Jupiter-run listed vehicle, the ballot will be reviewed by the Stewardship Team with reference to this policy and best practice provisions and a voting outcome will be resolved with a recommendation to Head of Equities and/or the Investment Review Forum.

Stock lending

Jupiter does not engage directly in stock lending. However, our clients are free to enter into such agreements in accordance with their own policies, including the decision to recall stock. These decisions are taken independently of Jupiter.

Scope of policy and review

This policy relates to all asset classes across Jupiter's Investment universe.

This policy will be reviewed at least annually and approved by the Investment Oversight Committee.

The UK Financial Conduct Authority ("FCA") is introducing a new Consumer Duty, under which UK regulated firms must act to deliver good outcomes for retail clients. The Consumer Duty is underpinned by four key outcomes, which give further detail on the expectations on firms under the Consumer Duty and the outcomes they are expected to achieve for clients. The Consumer Duty may have a key impact in relation to the requirements of this policy. For more information in relation to these please refer to Jupiter's Conduct Risk Policy.

References:

1. *Science Based Targets.*
2. *Media Release: Nature's Dangerous Decline 'Unprecedented'; Species Extinction Rates 'Accelerating' | IPBES secretariat.*
3. *Finance for Biodiversity Pledge.*