

Proxy Voting Policy

Principles

The Trustee has a duty to act in the best interest of all members and to create financial value for members through the investment of the Scheme's assets. The Trustee therefore recognises its responsibility to ensure that the voting rights associated with the Scheme's public market equity investments are exercised in a prudent fashion and in a manner that is consistent with the best interests of members.

Taking into account the Trustee's approach to outsource all asset and security selection functions to third-party investment managers, the Trustee's policy is for voting rights to be exercised in such a way as to maximise the long-term financial benefit to the Scheme's beneficiaries, in line with the views formed by each manager and its proxy voting policy.

Process for exercising proxy votes

The Trustee has delegated responsibility for proxy voting to its investment managers and specialist advisers. Voting rights will be exercised by external investment managers in accordance with guidelines stipulated in investment management agreements (IMAs) entered into between the managers and the Trustee, incorporating the obligations and principles below.

Voting obligations of Investment Managers

The obligations placed on investment managers in carrying out proxy voting are as follows:

- i. The investment manager must exercise the right to vote attached to each security in accordance with the principles set out below; and
- ii. The right to vote must be exercised by voting either 'for' or 'against' each resolution, provided that the manager may elect not to vote on a security where: (i) the manager is prohibited by law from doing so; (ii) the manager reasonably believes that it is not in the best interests of Scheme members to do so; or (iii) the likely cost of voting would be outweighed by any benefit to Scheme members.

Voting principles to be followed by Managers

In determining how to vote on a resolution, the investment manager must vote in accordance and consistently with:

- i. the best interests of Scheme members;
- ii. the general principle of maximising portfolio value and returns, subject to acceptable levels of risk;
- iii. the Trustee's Environmental, Social and Governance (ESG) policy;
- iv. the managers own proxy voting policy; and
- v. subject to paragraphs (i), (ii) and (iii) any voting, corporate governance or other policy notified by the Trustee.

Notwithstanding the above, managers are required to comply with any direction on voting provided by the Trustee.

Reporting

Managers shall be required to report on their voting activities to the Trustee, with a frequency and format as determined by the Trustee. Managers with an IMA in place with the Trustee will be asked to provide their proxy voting policies on an annual basis.

Special circumstances

From time to time, the Trustee may directly manage shareholdings in listed entities, typically as a result of past corporate actions or restructures of private market investments. For such investments, the Trustee has delegated responsibility for proxy voting to APSS Management, who shall exercise these votes in a manner consistent with this policy with the support of specialist advisers as required.

Breaches

Breaches of this policy are reported to the Trustee's Investment Committee.

Review of this policy

The Trustee shall review this policy every three years (or earlier if required).