

Stewardship Report

2025 Reporting Period

Foreword

We are pleased to share Mondrian's Stewardship Report which provides a detailed overview of our stewardship approach, as well as activities and outcomes over calendar year 2025, prepared in accordance with the 2026 UK Stewardship Code.

The key principles of our culture enable our stewardship practices and have done so for over 30 years. Mondrian's objective on behalf of our clients is to look after their long-term (and short-term) interests by achieving similarly long-term real returns, whilst being both a good steward and fiduciary of assets. Being long-term shareholders supports our responsible approach to stewardship. To ensure effective stewardship, our investment team is expected to regularly meet with issuers both prior to and after investment, and for equity portfolios, vote all proxies (where possible) in a detailed and considered manner.

As with all stewardship, our approach to being good guardians of our clients' capital does not start and end with this document but, as previously mentioned, continues to evolve. This philosophy is in keeping with our view that investing is fundamentally for the long-term.

Clive Gillmore Chief Executive Officer and Group CIO, Founding Partner

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Policy and Context Disclosure



A. Describe your organisation, your investment beliefs, your clients or beneficiaries and how that informs your approach to stewardship.

Our Purpose

Mondrian is an employee-owned investment management firm. We are value investors across the globe in both equity and fixed income asset classes. Our purpose is to provide a rate of return meaningfully greater than our clients' domestic rate of inflation over the long-term with strategies that seek to preserve capital during protracted market declines. Founded in 1990, we have employed a rigorous fundamental research process that includes engagement with the management of companies we invest in, allowing us to leverage our stewardship responsibilities whilst not micromanaging businesses, that is the foundation of our success.

Mondrian is an independent, employee-owned, global value-oriented investment manager headquartered in the City of London with offices in Greater Philadelphia, Singapore and Melbourne. We have a diverse global client base, investing on behalf of leading corporations, public and private pension plans, endowments, and foundations in a range of equity and fixed income mandates, and employ a long-term, fundamental approach to research when valuing markets and companies for potential investment. All operational functions are carried out in-house, using best of breed technology, and our operations staff are located in the same office, alongside the investment team, trading desk and global client service team. We work hard to maintain our entrepreneurial culture and small company feel. Mondrian acts solely as an investment manager and does not engage in any other business activities, nor does it utilize external managers.

Organisational Objectives

As an asset management firm, Mondrian is committed to our fiduciary responsibility, and with it, consistent performance and alpha generation for given levels of risk. Our culture is based on our value philosophy. We believe that investments need to be evaluated in terms of their fundamental long-term value. We invest in securities, whether equity or fixed income, where our inflation-adjusted discounted income stream analysis identifies value in terms of prospective real returns. We encourage high quality, long-term, valuation-oriented research which, in turn, we believe will lead to attractive long-term real returns.

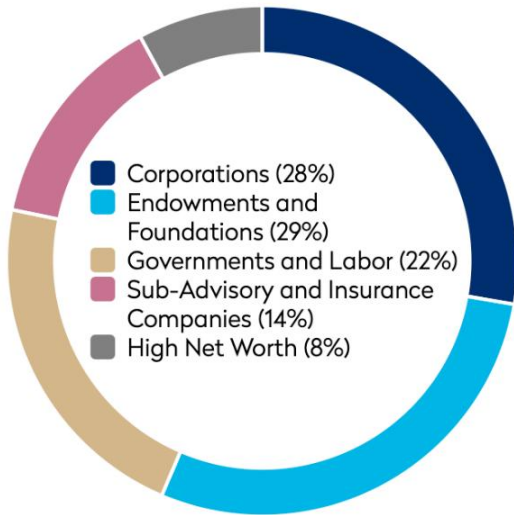
Mondrian looks to be a career destination, and our staff turnover rate has been low historically. We have excellent staff retention and investment staff rarely leave to join competitors. We believe this is because we are able to offer staff competitive remuneration packages and a positive working environment. We also have a long-term focus on succession planning with remuneration structures that encourage employees to discuss their long-term career plans with senior management. Additionally, because we share a common investment philosophy across the firm, we can actively move individuals between product areas to ensure ongoing depth of resourcing and career development. This is most commonly done with more junior employees.

Mondrian's Client Base

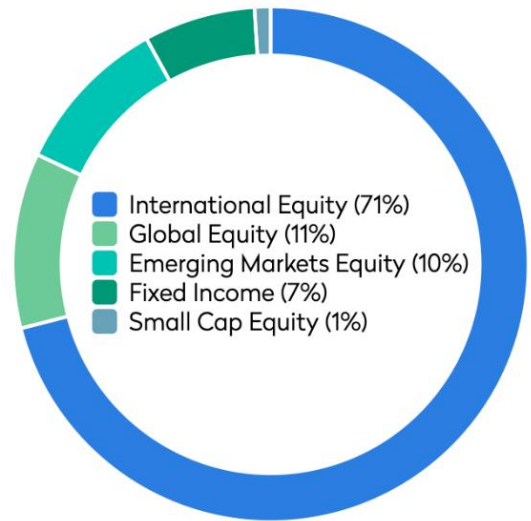
Mondrian has a diverse global client base, investing on behalf of leading corporations, public and private pension plans, endowments, and foundations in a range of equity and fixed income mandates. We are dedicated to providing exceptional client service and offer a range of investment vehicles, including separate accounts, limited partnerships, US collective investment trusts, US mutual funds and UCITS. Mondrian's clients are primarily institutional in nature.

Please see below for a breakdown of clients and assets by region as of 31 December 2025:

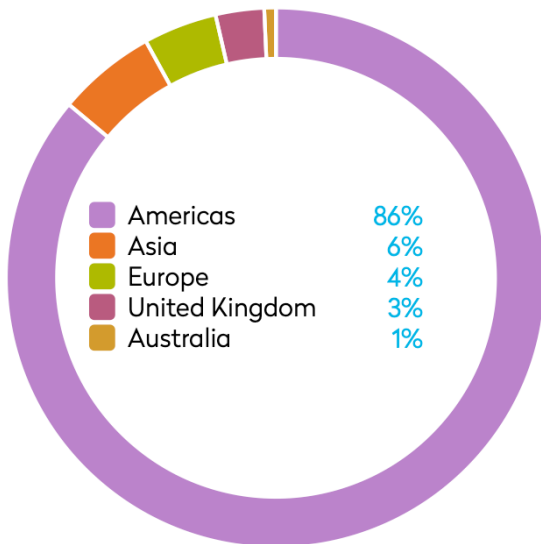
Number of Client Relationships



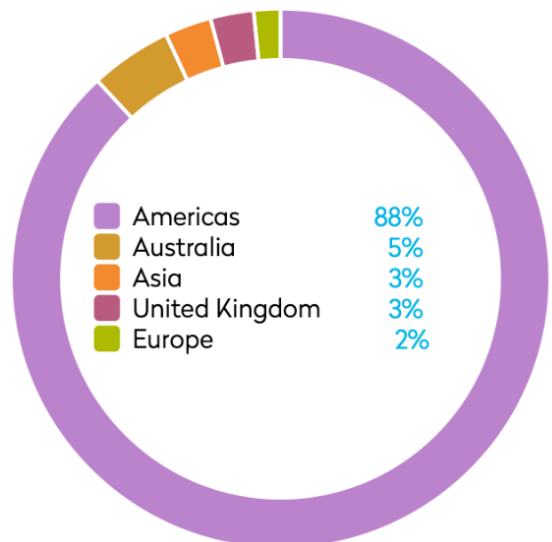
Types of Assets Managed



% Clients by Region



% AUM by Region



Much of our client base is institutional, and our exposure to retail clients is typically via sub-advisory and intermediary relationships, as such, Mondrian’s investment time horizon is long-term (5-10 years) in line with the perceived long-term liabilities/time horizons of our clients.

Investment Beliefs

Mondrian is an active valuation-driven manager. All our investment products utilize income-oriented value disciplines that have been successfully applied since our founding.

Equity	Fixed Income
<ul style="list-style-type: none"> • An approach that seeks to provide a rate of return meaningfully greater than the client's domestic rate of inflation • Client portfolios that aim to preserve capital during protracted global market decline • Portfolio performance that has been less volatile than the relevant benchmark and most peers in the universe 	<ul style="list-style-type: none"> • We have a disciplined investment philosophy that has been in place since we were founded in 1990 • Stable, well-resourced team with expert knowledge of the asset class • Our inflation forecasting use proprietary quantitative models that drive process and provide structure – the 'relative' inflation forecasts produced are key for our process

Investment Time Horizon

As a global, long-term value-oriented investment manager, our focus is on generating alpha for our clients and providing a rate of return meaningfully greater than our clients' domestic rate of inflation with strategies that seek to preserve capital during protracted market declines. In pursuit of these investment benefits, Mondrian employs a long-term, fundamental approach to research.

Equity Approach	Fixed Income Approach
The principal focus of our equity investment professionals is constructing long-term forecasts for future cash flows to the investor, which are primarily dividends, utilising our Dividend Discount Model valuation methodology, which analyses securities over the short (1-5 Years), medium (6-10 Years), and long-term (11-50 Years). Our aim is to ensure that management are focused on enhancing shareholder value on a medium to long-term basis.	Our disciplined value approach aims to exploit pricing inefficiencies in global capital markets. The approach aims to offer clients higher long-term real returns with attractive risk characteristics. We are constantly monitoring individual securities, markets and asset classes to compare their valuations and highlight any important pricing discrepancies. Our long-term horizon enables us to identify value which many of our shorter-term competitors would ignore.

Approach to Governance, Environmental and Social Considerations

Mondrian employs a long-term, fundamental approach to research in which the assessment of financially material environmental, social and governance ("ESG") risks and opportunities play a role when valuing markets and companies for potential investment. We believe it is the responsibility of active investors to be effective stewards of capital to protect the long-term interests of clients. Except as required by law and client-imposed restrictions, Mondrian does not have any firm-wide exclusions.

Our equity and fixed income teams share an investment philosophy that recognizes the importance of financially material ESG issues in the long-term valuation of a company's equity and credit. Mondrian has always believed it is the responsibility of all investment professionals to understand and incorporate the impact of financially material environmental, social and governance considerations on our present and potential investments, and their long-term profitability. Stewardship considerations are part of the initial purchase decision, subsequent monitoring of an investment and any ongoing dialogue with an investee company, including active participation through our proxy voting process for equity strategies. Our aim is to ensure that management teams are focused on enhancing shareholder value on a medium to long-term basis.

Investment Beliefs and Stewardship Strategy

Except for Mondrian's systematic equity portfolios ("Rothko") which are not covered by this Stewardship Code Statement, Mondrian pursues an active stewardship approach. Effective stewardship in the form of regular meetings with issuers/company management, specific topic engagement where necessary and rigorous proxy voting procedures have been an integral part of our process since inception.

Our scale, investment horizon, and relatively low portfolio turnover and continuity of staffing allows us to build long-term constructive relationships with investee companies, allowing us to fully leverage our stewardship responsibilities. Our long-term methodology requires us to be good stewards with the objective of creating long term value for our clients. In this sense, our purpose and investment beliefs have guided our stewardship, investment strategy and decision-making.

Equity Approach to ESG Integration and Stewardship

ESG Integration Approach

We believe that the forward-looking, long-term nature of our investment methodology lends itself to incorporating financially material ESG risks and opportunities into our analysis that are themselves often long-term in nature. By considering this broader range of issues that can impact a company, we are better positioned to assess a company's expected risk adjusted returns.

The analysis of financially material ESG considerations in the equity valuation process is summarized in our proprietary ESG Summary Report and describes the quantitative impacts of such risks and opportunities in our valuation models.

This report is structured in three parts:

- 1) **Summary:** This section provides a high-level overview of the most significant financially material ESG risks and opportunities for the company being evaluated, which includes commentary regarding key ESG concerns as well as category scores derived from the ESG Issue Evaluation section.
- 2) **ESG Issue Evaluation:** This section is split in two; companies are analyzed against a consistent set of core considerations (climate change, human capital, and corporate governance) that apply to all stocks across Mondrian, as well as a changing group of company-specific concerns, generally determined by the company's sub-industry. This two-part approach ensures a level of comparability across companies regardless of their business, and also emphasizes the importance of looking at the risks and opportunities that are more specific to the company. The findings of this analysis are summarized using numerical scores. In addition, we use third party ESG research to give an understanding of the more peripheral risks and opportunities and a company's positioning relative to its peers. This helps constitute a 'completeness check' of financially material ESG risks and opportunities affecting the company.
- 3) **Valuation Impact:** This section explicitly articulates the ESG risks and opportunities that have influenced the valuation, drawing out financially material findings from the ESG Issue Evaluation section. Financially material ESG risks and opportunities are expressed across the three scenarios we forecast for each stock in our valuation models: the base, best and worst cases. This section also outlines whether the ESG risks or opportunities would play out over the short, medium or long-term, mirroring the first three stages of Mondrian's Dividend Discount Model.

Financially material ESG risks and opportunities are reflected in the portfolio in so much as they affect the long-term valuations of the constituent companies and the conviction the team has in the ability of companies to achieve the projections that are embedded in our valuation scenarios.

As a long-term value manager Mondrian has always believed in carrying out analysis which captures all potentially financially material risks and opportunities, understanding and integrating the impacts of ESG risks and opportunities has therefore consistently been part of our long-term modelling.

Stewardship – Engagement Approach

Mondrian engages with company management. When our views, particularly regarding governance, differ with that of the company or where there is a failure to achieve our reasonable expectations for shareholder return, we will more actively discuss this with said management team.

As part of Mondrian's research process, our analysts are expected to gain a strong understanding of the quality of management and board-level oversight. We meet regularly with senior management of investee companies, and our scale generally grants us access to company board members. Typically, our engagements happen directly with companies via one-to-one meetings. We also use written communication such as emails and letters where necessary. Local practice and governance are taken into account when voting shares or engaging with the management of companies particularly in less developed markets, and actions are taken on a case-by-case basis. We prioritize engagement where we feel there is a material misalignment between company practice and long-term shareholder value.

To support their analysis, at meetings with management our analysts will discuss:

- 1) The current and long-term outlook for the business
- 2) The risks to that outlook and the company's business
- 3) The company's future business strategy
- 4) Governance policies and structures that support or hinder our confidence in the future outlook

The latter will potentially include a discussion of governance policies, corporate structure, management and board experience and composition, remuneration policies, board oversight policies and procedures as well as policies on shareholder returns. To the extent that issues such as climate change, carbon emissions, human capital including human rights concerns and energy usage have been identified as potentially financially material risks to consider in evaluating the investment case of a particular company, our analysts will conduct further investigation into the extent of these risks as well as risk mitigation. The findings from this questioning and disclosure will be incorporated into our overall investment evaluation of the company and highlighted in the ESG Summary Report. Our engagement practices across equity strategies are consistent and utilize various stewardship levers as appropriate.

Escalation

Where we feel that long-term shareholder interests are not being protected, we will typically engage the company formally at the senior management or board level to communicate our concerns and recommend remedial actions. When our views, particularly regarding governance, differ with that of the company or where there is a failure to achieve our reasonable expectations for shareholder return, we will more actively discuss this with the investee company's management team or vote proxies against management. Should engagement continue to prove unsuccessful in fulfilling the required objectives, Mondrian may choose to divest the shares.

Engagement Framework



Collaborative Engagements

Although Mondrian may act collectively with other shareholders and governance organizations, most of Mondrian's equity engagements are conducted directly with investee companies given the level of access that our equity teams typically have to management and boards.

Where we find that the approach of direct engagement with the management and board of a company is ineffectual in dealing with Mondrian's concerns, subject to any regulatory restrictions and where it is in our clients' best interests to do so, Mondrian may act collectively with other shareholders and governance organizations. While Mondrian recognizes the benefits of working alongside other likeminded investors and the likelihood that such engagement may be the most effective means of securing the required change, Mondrian would generally only participate in collective engagement on critical issues which may have a material impact on shareholder value. Any engagement would be reviewed on a case-by-case basis and would require the knowledge of the product CIO and the Compliance Officer.

Any conflict of interest would be managed in accordance with Mondrian's Conflicts of Interest Policy. Similarly, the receipt of inside information would be managed through the procedures outlined in Mondrian's Market Abuse Policy.

Stewardship – Proxy Voting Approach

As previously described, all of Mondrian's fundamental equity investment products are driven by extensive, bottom-up fundamental company analysis and comprehensive engagement that includes active participation through the proxy voting process. This is consistent across all equity asset classes and geographies. Mondrian has developed its Proxy Voting Policies and Procedures ("Procedures") to enable it to meet its fiduciary obligation to vote proxies in the best interests of its clients.

Voting Authority

Mondrian's client agreements define the scope of its authority and responsibilities to vote proxies on behalf of each client. These typically fall into four categories:

- 1) Clients that delegate full discretion to Mondrian to vote proxies on their behalf.
- 2) Clients that vary the scope of Mondrian's voting authority by imposing specific guidelines.
- 3) Clients that receive proxy voting advice from Mondrian in specific circumstances but undertake voting themselves.
- 4) Clients that undertake to vote proxies themselves.

Mondrian's proxy voting procedures apply to all clients who grant discretion to vote proxies on their behalf. Where clients have adopted specific proxy voting policies, Mondrian will assess the extent to which they are consistent with its adopted guidelines. Where a client's own proxy voting policy diverges significantly from Mondrian's own guidelines, that client's policy will be considered separately to vote those client's proxies pursuant to their individual guidelines. Please note that Mondrian has full discretion to vote proxies for pooled vehicles.

Proxy Voting Policy

Mondrian is committed to voting all proxies where possible. Mondrian's Policy is to vote in the best interests of all clients, providing overall value to clients by focusing on risk-adjusted returns and maximizing the value of the underlying company shares. Recognizing that proposals may be unique to a specific company's circumstances, Mondrian does not have a default voting position. It votes proposals based on the merit of the proposal itself on a case-by-case basis. Each motion is reviewed by a portfolio manager from the investment team responsible for research coverage of that stock. This includes matters to be voted on related to social and environmental items, including climate change. Mondrian will typically support management for shareholder proposals but will still review each proposal on a case-by-case basis.

Proxy Voting Committee

Mondrian has formed a Proxy Voting Committee (the "Committee"), which consists of senior equity investment and operational staff, to annually review and approve the Proxy Voting Policy and Procedures during the first quarter and as needed. The Committee's review aims to:

- Confirm alignment with Mondrian's policy of voting in clients' best interests and maximizing shareholder value to fulfil fiduciary duties; and
- Ensure compliance with SEC rules and other relevant regulations.

Proxy Voting Guidelines

Mondrian contracts with a Proxy Voting Adviser for the provision of voting advice and to facilitate the process of voting proxies. Proxy Voting Advisers commonly produce guidelines for proxy voting ("the Guidelines") that summarize their approach to voting on commonly occurring issues. Mondrian reviews these Guidelines. If we believe the Guidelines remain consistent with Mondrian's fiduciary duty and expectations for good corporate governance, Mondrian will adopt the Guidelines as the basis for its own proxy votes.

Mondrian may vote certain issues counter to the Guidelines if, after a thorough review, it determines that a client's best interests in maximizing risk-adjusted return would be served by such a vote. In situations where the Guidelines do not cover a specific voting issue, Mondrian will vote on such issues in a manner consistent with the spirit of the Guidelines, focusing on risk-adjusted returns and maximizing the value of the underlying company shares.

Procedure for Voting Proxies

Mondrian authorizes and instructs client custodians to forward proxy materials to Mondrian's Proxy Voting Adviser, enabling it to facilitate the voting of proxies. Mondrian provides the Proxy Adviser with a list of client accounts and security holdings to make the adviser aware of which proxies it will vote on. This list of clients and client holdings is regularly updated.

For active equity products, proxy voting items are forwarded to the investment teams when they are received. The portfolio manager will consider the relevant facts and circumstances of that particular company, the Proxy Voting Adviser's recommendations and any conflicts of interest that may exist.

In considering each motion, the advice provided by the Proxy Voting Adviser is critically assessed for material errors of fact or methodology, particularly where this may impact a voting decision. Where reviews do result in such findings, the portfolio manager may conduct further research, which includes but is not limited to engaging with the company, the Proxy Voting Adviser or reviewing other Proxy Voting advice that may be available to us.

As a result of this engagement, Proxy Voting Advisers may issue updated advice and recommendations. Any material inaccuracies, methodological weakness, potential factual errors, and deficiencies in the Proxy Voting Advisers' advice will be addressed with them during service reviews and where necessary, escalated to the Committee as part of its performance evaluation.

Where Mondrian's analysis indicates that it is in the client's best interests to vote contrary to the Proxy Adviser's recommendation, Mondrian aims to ensure that the vote is exercised in accordance with our Proxy Voting Policy and is uninfluenced by considerations other than the best interests of our portfolios. In such circumstances, it is the responsibility of the product's Chief Investment Officer ("CIO") to ensure the vote is consistent with Mondrian's Policy.

All proxy voting decisions are actioned using an internal centralized workflow system, before being sent to the Proxy Voting Adviser and the client's custodian. This mitigates the risk of submitting inaccurate prepopulated votes and ensures good record keeping practices.

Exceptions to Proxy Voting Procedure:

Mondrian will attempt to vote every proxy which they or their agents receive where we have authority to do so. Use of a proxy voting service and relationships with multiple custodians, help avoid situations where Mondrian is able to vote a proxy. However, there are situations in which Mondrian may not be able to directly process a proxy, for example, where we may have received a proxy statement in an untimely manner, or the security is listed in a share blocking market.

Stock Lending

Mondrian does not participate in any securities lending activities other than to provide support for any programs that clients may independently arrange with their appointed custodians or third-party lending agents.

Compliance Monitoring Review

Mondrian's Compliance and Risk team carries out periodic reviews to ensure that proxy votes are in accordance with its Proxy Voting Policy and Procedures. The reviews include:

- Checking that adopted and implemented Procedures for voting proxies are properly documented.
- Examining the integrity of the Procedures, including accurate retention of records documenting voting decisions and ensuring votes cast are in accordance with these decisions.
- Ensuring that conflicts of interest are clearly identified, disclosed and managed in accordance with Mondrian's procedures.
- Reviewing sample votes to validate whether the Procedures were complied with, including where more analysis may have been necessary for more complex motions (e.g. mergers).

Please refer to Mondrian's Proxy Voting Policies and Procedures, available at www.mondrian.com/ESG-at-Mondrian for more details.

Fixed Income Approach to ESG Integration and Stewardship

Mondrian invests in bond markets that best compensate for inflation and sovereign credit risks, measured by a market's PRY. We define PRY as the 10-year government bond yield less Mondrian's inflation forecast and sovereign credit adjustment.

Our approach to the integration of financially material ESG considerations in the fixed income investment process is consistent for both sovereigns and corporate credits in the explicit incorporation of ESG metrics into an issuer's proprietary credit rating.

Sovereign Credit Approach

Sovereign credit analysis is an integral part of our top-down investment process. This analysis includes environmental, social and governance items, which ultimately inform our sovereign credit adjustment. The weaker the overall credit assessment, the higher the sovereign credit adjustment, resulting in a greater PRY premium required to drive an allocation.

Financially material ESG considerations are an important part of our assessment of sovereign creditworthiness which feeds into our valuation process. Good governance, the rule of law, unambiguous property rights and the control of corruption are fundamental pre-requisites for sustainable growth and development which support a government's ability to service its financial obligations. To quantify these considerations, we primarily reference Haver Analytics' ESG module, which provides ESG data from a number of national, intergovernmental and other sources, which are principally used in our assessment of sovereign credit adjustments.

The four analytical profiles for each sovereign (domestic economy, external sector, ESG and fiscal) contains several sub-metrics. The sub-metrics and weights may evolve over time to reflect data availability and our judgement of relative importance but at any point in time the four pillars of sovereign strength are consistently applied across all countries. Please see below regarding ESG sovereign credit adjustments.

Environmental, Social and Governance Profile

Environmental, Social and Governance metrics are considered separately. Since there is some overlap between environmental and social considerations the three areas are weighted as follows in the overall ESG assessment: Environmental (25%), Social (25%) and Governance (50%).

Environmental Considerations:

Environmental risks are both long term and short term in nature and encompass both sustainability and adaptability:

- Sustainability: protection and maintenance of the environment for the wellbeing of future generations is essential for the long run viability of the economy activity that supports the sovereign.
- Adaptability: in the shorter term, undiversified economies based on commodities, agriculture or tourism are prone to environment-related shocks, such as flooding and storm damage that can place additional burdens on the sovereign balance sheet.

In order to assess sustainability, we use an Environmental Performance Index, produced by the Yale Center for Environmental Law & Policy. This is used to ascertain how close a country is to established environmental policy goals by considering 24 indicators within 10 issue categories that are closely aligned to the UN Sustainable Development Goals. These are outcomes that are amenable to policy inputs.

The index recognizes that there is a fundamental trade-off between:

- Environmental health - measures threats to human health; improves with prosperity.
- Ecosystem vitality - measures natural resources and ecosystem services; comes under strain as countries strive for prosperity.

Good environmental policy is the critical element that balances the two.

Within environmental health, air quality remains the leading threat. In 2016 the Institute for Health Metrics and Evaluation estimated that diseases related to airborne pollutants (particulate matter < 2.5 micrometers in diameter or PM2.5) contributed to two-thirds of all life-years lost to environmentally related deaths and disabilities. Pollution is particularly severe in places such as India and China, where greater levels of economic

development contribute to higher pollution levels. In addition, the environmental score assigned to each sovereign depends in part on the proportion of electrical energy generation that is obtained from sustainable sources such as solar, wind and geothermal energy. This data is provided by the International Renewable Energy Agency (IRENA).

For adaptability, we use the ND-Global Adaptation Index (“ND-Gain”), produced annually by the Notre-Dame Global Adaptation Initiative. This index reflects a country’s vulnerability to climate change and other environmental challenges in combination with its readiness to improve resilience.

Social Considerations:

Here, we use the Social Progress Indicator published annually by the Social Progress Imperative. The Social Progress Indicator covers:

- Basic Human Needs: nutrition; water; shelter; safety
- Foundations of Wellbeing: health; environmental quality
- Opportunity: personal freedom; inclusivity

There is some overlap here with environmental considerations – environmental considerations such as water and sanitation are basic needs of society. We also consider the Corruption Perceptions Index produced by Transparency International. In addition, we consider income inequality using a country’s Gini Coefficient.

Governance Considerations:

Good institutions – e.g., the rule of law, unambiguous property rights, efficient tax collection, public good provision and control of corruption – are fundamental prerequisites for sustained productivity-driven economic growth and development.

Historically, many sovereign defaults can be attributed to weak institutional and political arrangements which affect a country’s willingness to service debt and can occur even at low debt/GDP levels.

Institutional and Political development is measured along three dimensions:

- Strength of the state
- Rule of law
- Accountability and corruption

Corruption is a particularly invidious problem that inhibits the productive allocation of resources, depletes social capital (‘trust’) and tends to exacerbate inequality.

To quantify these, we use the World Bank Governance measures. We also consider the World Bank’s “Ease of Doing Business” rankings which rank economies according to their business environment.

Corporate Credit Approach

Corporate credit analysis explicitly incorporates a proprietary environmental, social and governance rating. This contributes to our corporate credit rating for each issuer which in turn directly impacts how much of that issuer’s debt can be held across our portfolios according to our issuer diversification limits.

All corporate bond issuers undergo a corporate credit analysis before being placed on our buy list. Following on from that, they also undergo additional corporate credit analyses on a periodic basis as part of our ongoing monitoring process. We assign an ESG rating, based on a scale similar to that of S&P’s (i.e., AAA is ‘well above average’, BBB is ‘average’ and BB and below is ‘well below average’).

A credit must achieve a satisfactory ESG rating during our internal ESG review before it will be considered to be included on our buy list as Mondrian believes that these issues could materially impact a business, its credit rating, and in extreme cases, its ability to repay lenders. The criteria for the rating are as follows:

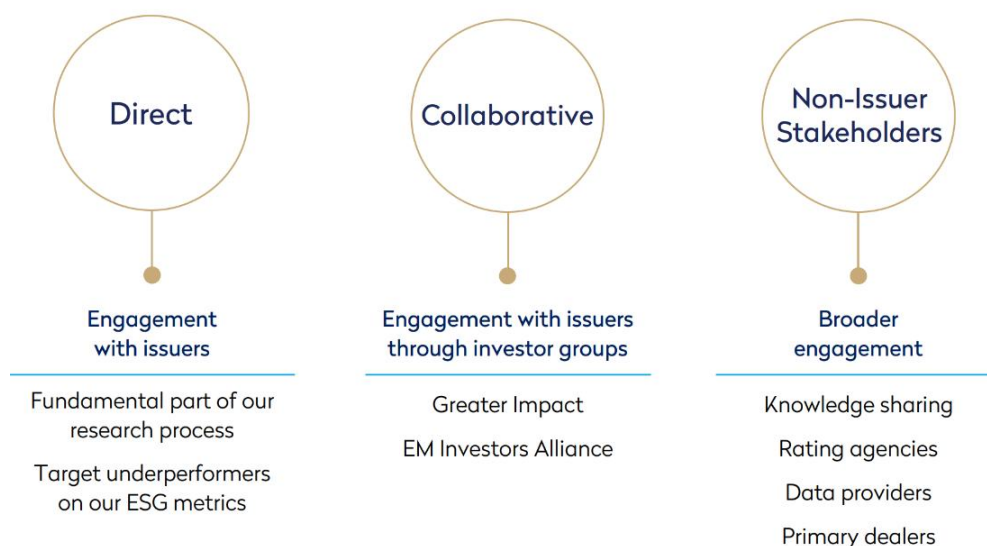
- We consider the social impact of the individual company’s activities and the strength of the active ESG policies the company is pursuing.
- We consider the governance of a particular company. Where we have concerns around a company, particularly regarding board or corporate structure, we will not invest in that company.
- We consider the environmental policies of a particular company and adjust our internal rating accordingly.

Meeting with company management is an integral part of Mondrian's due diligence and ongoing monitoring process. This is an ideal forum for direct engagement on areas where Mondrian has identified specific concerns, including those related to ESG issues. The close working relationship with Mondrian's equity teams is a direct benefit as they meet regularly with company representatives.

Stewardship – Engagement

Mondrian has always believed that engagement is integral to the investment process on both the corporate and sovereign side as our analysts meet with debt issuers as a matter of course to further our understanding and highlight issues of importance.

Mondrian utilizes a common framework to engage with both sovereign and corporate issuers.



Direct Engagement

Mondrian engages directly with issuers as an integral part of both our sovereign and corporate research process. Findings from engagement will feed into our ESG rating awarded to each issuer, which in turn directly impacts the valuation we assign to the bonds.

On the sovereign side, members of Mondrian's Global Fixed Income and Currency Team meet with individuals at central banks and government agencies during their research to raise issues we deem of importance.

On the corporate credit side, Mondrian benefits from the close relationship with our equity-analyst colleagues, providing good access to company management. We raise the ESG issues we deem material to a company at the time of each credit review and follow up during subsequent reviews as part of a structured program of ESG engagement.

In addition to direct engagement inherent in the research process, Mondrian carries out a program of targeted engagement for both sovereign and corporate issuers, focusing on a particular ESG metric and engaging with laggards on this metric. We maintain that targeting what we perceive as a concise number of key considerations is the most effective way to engage with issuers. This is consistent with our philosophy and process but has the added benefit of avoiding the fatigue we understand that issuers are experiencing from receiving ever increasing numbers of long form ESG questionnaires, not necessarily tailored to the issuer, as ESG concerns gain in prominence.

Collaborative Engagement

Mondrian is a member of the Emerging Markets Investors Alliance ("EMIA"), a not-for-profit organization that enables institutional emerging market investors to support good governance, promote sustainable development, and improve investment performance in the governments and companies in which they invest. EMIA seeks to raise awareness and advocate for these issues through collaboration among investors, companies or governments, and public policy experts.

Engagement with Non-Issuer Stakeholders

To further our engagement objectives within fixed income, we also regularly engage with non-issuer stakeholders on items such as index advisory committees on the composition of key benchmarks, the external credit rating agencies on their approach to ESG integration and transparency of information.

Escalation

In the event that issuers do not respond to our engagements, we will continue to follow up with them. If there is limited improvement in ESG metrics, then our sovereign credit adjustment / corporate credit rating would remain weak and all else equal, a bond with a weak sovereign / corporate ESG score is less attractive than an equivalent. Again, the weaker the overall credit assessment, the higher the sovereign credit adjustment, resulting in a greater PRY premium required to drive an allocation.

Market-wide and Systemic Risks Approach

We believe that active management helps contribute to well-functioning markets by making them more efficient. Mondrian's long-term analysis and investment horizon incorporating its disciplined investment valuation approach coupled with its Purchasing Power Parity ("PPP") currency evaluation approach, requires understanding of micro-economics, geopolitics, fiscal and monetary policies as well as macro-economics and global currencies.

Equity Investment Process

Mondrian builds long-term Dividend Discount Models to analyze company valuations. We typically use a four-stage model that forecasts dividends for years 1-5 in detail, modelling, in a dynamically integrated way, the income statement, balance sheet and cash flow of the company. Years 6-10 are forecast as a normalization period which also usually requires dynamically integrated financial modelling. We then calculate a long-term growth rate for years 11-50 followed by a zero real terminal growth rate.

We use scenario analysis and stress testing to ascertain a range of outcomes utilizing top-down information such as politics, macroeconomics, currencies, and inflation as well as industry dynamics and bottom-up stock related information including financially material ESG risks and opportunities. Our emphasis on worst case scenarios and owning companies with a favorable skew has enabled us to achieve a track record of providing consistent performance with minimized volatility.

While tracking error is monitored, it is not a primary driver of our investment process. We believe that the most important risk for our clients would be that of failing to achieve their target returns, so we place more emphasis in our research process on examining the gap between the most likely return and the worst-case return for each investment. We also believe this detailed downside scenario analysis for all markets and stocks has been a key factor in achieving very low volatility of our returns.

Fixed Income Investment Process

Managing portfolio risk is an integral part of our investment process from the initial setting of investment strategy.

The process controls for the following risks:

- Inflation Risk is mitigated by our inflation forecasting approach and preference for markets that compensate for inflation risk.
- Sovereign Credit Risk is mitigated via our analysis of factors that affect sovereign creditworthiness. This serves as an additional risk control, ensuring the portfolio limits exposure to countries with deteriorating risk profiles.
- Currency Risk is controlled via our hedging strategy. If we believe that a currency is extremely overvalued, we will pare back exposure to that currency.
- Corporate Credit Risk is controlled through our rigorous credit process that acknowledges asymmetric risk/reward profile of credit.
- Interest Rate Risk is controlled through our duration/maturity strategy. We will employ a high duration/maturity strategy in markets that have relatively high Prospective Real Yields, to maximize the advantage. Similarly, we will adopt a low duration/maturity stance where Prospective Real Yields are relatively low, as a defensive move.

- Liquidity Risk is mitigated by keeping turnover low and having a prudent approach to capacity management so that we can remain nimble.
- Environmental, Social and Governance Risk is mitigated by integration of these considerations into our investment process where financially material. Responsibility for ESG analysis rests with the investment team, with ESG analysis carried out in-house. ESG issues are explicitly incorporated into both Mondrian's corporate and sovereign issuer credit ratings, providing a framework for integration of these considerations into the analysis of an issuer's valuation.

Portfolio construction is both top-down and bottom-up in nature. It starts from the top-down by determining the relative value of all markets and currencies in the investment opportunity set through our PRY and PPP processes. Once this is determined, an optimal allocation to those countries and currencies is generated. From the bottom-up, specific sectors and securities are then selected within the given top-down allocation through our relative value credit approach.

An optimizer is utilized to inform and guide portfolio positioning, where it will overweight those countries with the highest PRYs while at the same time ensuring diversification by minimizing the deviations from the benchmark. Subsequently, Mondrian buys the attractive markets and sells those that are relatively unattractive.

Our in-house models monitor expected tracking error using numerous scenarios utilizing historic data. However, Mondrian does not target a specific tracking error level. The tracking error on our strategies will at times be higher or lower depending on the prevailing market environment and the level of opportunities currently presented.

Engagement with Policy Makers

As long-term investors, Mondrian takes an interest in the broader market environment in which it operates.

As part of regulatory horizon scanning on forthcoming initiatives or if concerns are identified regarding industry best practices, where Mondrian believes it can bring about positive change, Mondrian may also engage with other stakeholders such as regulators and policy makers on important topics relevant to both the investment industry and our clients. Mondrian engages with policy makers through our participation in collaborative industry initiatives such as UKSIF and the Institutional Investor Legal Forum.

Mondrian's employees are prohibited from using their personal political giving to influence decision-makers in a way that could reasonably be seen to benefit Mondrian directly or indirectly. Since donations from employees can be attributable to Mondrian's limit, it is important that there be transparency and pre-clearance in personal political giving in the United States. In addition, a contribution to the campaign of a person that holds state level office but is running for federal level office may violate a state prohibition on contributions. As an organization, Mondrian does not financially support politicians.

Stewardship Approach Effectiveness

Again, our objective is to generate alpha for our clients and to provide a long-term rate of return meaningfully greater than our clients' domestic rate of inflation with investment strategies that seek to preserve capital during protracted market declines. We believe in a fundamental income-oriented approach to investment and have a long-term investment strategy that is supported by our long-tenured investment professionals and resilient client relationships. Our low turnover and long-term holding periods facilitate our responsible approach to stewardship. To ensure effective stewardship, we have an expectation to regularly meet with issuers both prior to and after investment, and for equity portfolios, allocate proxy voting decisions in the context of Mondrian's Proxy Voting Policy and Procedures to the Portfolio Manager responsible for coverage of the company.

Effectiveness in Serving the Best Interests of Clients and Beneficiaries

In our view, the effectiveness of our ability to serve the best interests of clients and beneficiaries is reflected in delivering the expected long-term value and defensive performance characteristics leading to the long tenure of many of our client relationships.

B. Describe how your resources enable effective stewardship.

Governance

Mondrian's Board of Directors has ultimate responsibility for risk oversight. As of 31 December 2025, the Board consists of eight individuals, of whom three are women, three are Non-Executive Directors and one is Independent. Day-to-day responsibility is delegated to appropriate committees appointed by the Board and to the senior management of each business area. To help prevent conflicts of interest, and in line with recommended best practice, the roles of Chairman and CEO are separated at Mondrian. Additionally, our Internal Audit function reports directly to the Chairman of the Board to provide independent, objective assurance.

Equity

All final equity investment decisions at Mondrian are made by the Equity Strategy Committee for the relevant products, with the Chief Investment Officer having final decision-making authority. Equity Strategy Committee meetings are attended by specified members of each team and are chaired by the Chief Investment Officer of the respective products, with the Group Chief Investment Officer joining as required.

Fixed Income

Mondrian's fixed income strategies are determined by the Global Fixed Income Investment Committee, which consists of the entire team and is chaired by the Chief Investment Officer – Global Fixed Income and Currency. Although the committee meets regularly, the team all sit together and are in constant communication.

Monitoring

Internal ESG and stewardship processes are periodically reviewed as part of our Compliance Monitoring Process, as well as our Internal Audit review.

Stewardship Resources and Responsibilities

Mondrian has a well-resourced team of investment professionals focused on Non-US Equities, Global Equities, Emerging Markets Equities, Small Cap Equities, and Global Fixed Income and Currency. Our members work together in a team-based decision-making environment with clear leadership from our Chief Investment Officers. Historically low staff turnover coupled with a consistently applied investment process for over 30+ years is a testament to the overall strength of our firm.

Stewardship is an integral part of Mondrian's equity and fixed income research process. To help ensure effective stewardship practices, Mondrian believes that the investment team member who has research responsibilities for the particular investment should be responsible for stewardship activities related to that company or country as they would have the best understanding of relevant financially material issues and be able to fully integrate any engagement or, for equity holdings, proxy voting activities into the overall research process and thus valuation model. In turn, that responsibility extends to the respective product CIO, as well as the Group CIO of our company. Mondrian's investment team has had extensive experience in managing funds in all global markets. Our investment style allows comparisons across both industry and country barriers through its use of consistent criteria, as opposed to looking for different characteristics in each market.

We emphasize bottom-up, issuer-led engagement, with teams and analysts responsible for stewardship and the analysis of financially material ESG risks and opportunities. We do not have a centralized thematic engagement program.

ESG Investment Steering Committee

Mondrian's ESG Investment Steering Committee (the "Committee"), sets and reviews firm-wide initiatives to ensure that our resources and investment staff are capable of meeting ongoing developments associated with ESG-related issues. Chaired by the Head of ESG Investment, there are eleven committee members including senior members from each Investment Team, General Counsel, Chief Compliance Officer, and representatives from Client Services/Business Development. Mondrian's Board is ultimately responsible for overseeing all firm practices, including ESG ones, and the Committee reports to the Board annually. Committee meetings provide a regular forum for discussion to help ensure Committee members and in turn their respective teams, stay up to date on ESG and stewardship practices at Mondrian and within the industry. Through the work of the Committee,

we look to support our investment team to enhance and evolve our analysis of financially material ESG risks and opportunities and stewardship practices.

Training

It is important to us to train all investment professionals in Mondrian's investment philosophy. As such, we traditionally recruit young professionals who have relevant industry experience but with little direct investment management experience. We do also recruit from outside the investment management industry and have had success in doing so.

All employees are encouraged to increase their knowledge and professional skills. This may be gained through experience such as secondments and exposure to other areas of the organization. This may also be achieved through undertaking sponsored professional qualifications such as the IMC, CFA, ACCA, Securities Institute Diploma and CIPD. Personal and professional training and development gained through attendance at industry seminars, conferences, training courses and internal coaching and mentoring is also actively supported.

Mondrian's ESG Investment Steering Committee arranges ESG and stewardship training sessions for all Investment and Client Service/Business Development staff as needed and continues to review how we communicate our ESG integration process to external entities to help keep clients and consultants apprised of our approach. Examples of prior ESG and stewardship training include sessions on key market issues, use of third-party resources such as MSCI ESG and SASB Standards to support integration of material ESG factors, and training on proxy voting, engagement systems, and reporting.

Experience

The strength of our investment team lies in their extensive experience, with professionals averaging over 15 years at Mondrian and 20 years across the industry.

Generally, we require that every candidate for a research or portfolio management role has a minimum of a BA/MA or its equivalent, and preferably be working towards or have achieved their CFA designation. Only substantial expertise in investment management may warrant a waiver of these academic requirements.

Diversity of Thought

Mondrian promotes an open culture where all team members are encouraged to participate and contribute constructively. We value diverse perspectives and thought in our investment approach and in the operation of the firm. Leadership of investment products and business areas within Mondrian are expected to leverage this diversity of thought to build optimal outcomes for clients.

Incentives

The firm has the following programs in place to retain key investment staff:

- **Competitive Salary:** All investment professionals are remunerated with a competitive base salary.
- **Profit Sharing Bonus Pool:** All staff, including portfolio managers and senior officers, qualifies for participation in an annual profit-sharing pool determined by the company's profitability (approximately 30% of profits).
- **Equity Ownership:** The firm is employee owned. A high proportion of senior staff (investment professionals and other support functions) are shareholders in the business. Equity value is built up over many years with long vesting periods and the value of any individual's equity is normally paid out in instalments over a number of years after an agreed retirement from the firm. This is a (very) long term incentive plan directly tied to the long-term equity value of the firm.

In determining the incentives (Bonus and Equity Programs) for investment professionals, the firm focuses on the key areas of a) investment research quality (including the analysis of financially material ESG risks and opportunities), b) Long-term and short-term performance of the strategy and coverage stocks (against both the strategy benchmark as well as peer group), c) teamwork, d) contributions to client service and business development.

External Service Providers Support for Stewardship

Mondrian conducts its own investment research, engagement, and for equity securities makes its own proxy voting decisions. While we do not outsource such investment activities, we do reference external ESG data / research providers and proxy advisers to support our investment process. Investment decisions do not rely solely

on a specific ESG consideration or inputs from external ESG or stewardship research providers; third party resources are used as a completeness check. Analysts are expected to use external reports, including MSCI ESG research, to supplement their own findings and understanding of a company and are agnostic of MSCI's applied grades. To challenge or disagree with MSCI's ESG conclusions and gradings and proxy adviser recommendations is part of Mondrian's value-add in the investment process.

ESG Research Service Providers

The majority of ESG inputs for Mondrian's fundamental research process are obtained by the analysts themselves through proprietary research and meetings with company management and boards. Alongside quantitative data sources, company produced documents such as annual reports and broker research, Mondrian uses the following third-party providers to assist in our evaluation of financially material ESG risks and opportunities. Our portfolio ESG analysis occurs at the fundamental level, and while we reference third-party ESG research, we are not dependent on third-party ESG scores or ratings.



Mondrian does not rely solely on data from ESG data vendors for investment decisions. When needed, we engage with our ESG data providers on data quality and data feed issues. We continue to review and work with them to improve data quality and coverage.

Proxy Advisers

Again, Mondrian does not have a default voting position. Each motion is reviewed and instructed by a portfolio manager from the investment team responsible for research coverage of that stock. Mondrian utilizes a third-party firm to provide proxy voting advice and facilitate the proxy voting process.

Mondrian conducts a due diligence process review prior to appointing and renewing contracts with a Proxy Adviser. Mondrian will continuously assess the Proxy Adviser in their capacity to provide proxy voting services, addressing any concerns as they arise and where necessary, escalating these concerns to the Committee.

Mondrian's due diligence procedures consider factors including, but not limited to, the adviser's capacity and competency to adequately discharge contracted services, disclosure on methods for formulating voting recommendations, procedures to identify and correct material deficiencies and provide updates regarding its methodologies, guidelines, and voting recommendations on an ongoing basis, including relevant business changes.

Mondrian maintains a Vendor Oversight Matrix as part of its Risk Management process. This is included as part of the Risk Management reporting which is assessed by the Compliance and Risk Committee and the Board of Directors. Proxy Voting Advisers are risk rated and ongoing due diligence is based on this risk rating.

Systems to Support Stewardship

Mondrian uses internal systems to support stewardship tracking and documentation and is working to further integrate these with its research management system.

C. Describe your stewardship policies and processes, and how you review them.

Mondrian has several policies in place to enable effective stewardship, specifically our Firm-wide ESG Investment Policy, Engagement Policy, and Proxy Voting Policy and Procedures. Mondrian recognizes that ESG and stewardship practices are evolving and reviews its policies annually to align with industry standards and regulations. We continuously enhance our ESG analysis and stewardship approach, drawing on best practice initiatives where relevant to our business and investment approach.

Stewardship Policy	Reviewed By	Public Availability
Mondrian Firm-wide ESG Investment Policy	ESG Investment Steering Committee; Legal; Compliance; CIOs; Group CIO; ESG Manager	Available on Mondrian website
Mondrian Engagement Policy	Compliance; Head of ESG Investment; CIOs; ESG Manager	Available on Mondrian website
Mondrian's Proxy Voting Policy and Procedures	Proxy Voting Committee; Investment Support Services Manager; ESG Manager	Available on Mondrian website

Mondrian has one investment philosophy and process applied consistently across all equity strategies, covering four different asset classes: Global Equities, Non-US Equities, Emerging Market Equities and Small Cap Equities. All fixed income strategies are managed by our Global Fixed Income and Currency Team. CIOs and/or senior portfolio managers from each of the five product areas review ESG and stewardship policies to ensure they reflect the investment practices for each asset class accurately. Mondrian's Proxy Voting Policy and Procedures are additionally reviewed by our Chief Compliance Officer, as well as our Investment Support Services Manager who is responsible for facilitating the actual voting of proxies through Mondrian's Investment Support Services Team.

To ensure that ESG and stewardship practices are in line with Mondrian's stated respective policies, our Compliance Team and Internal Audit conduct separate reviews as part of investment team practice reviews, given that our investment teams are directly responsible for ESG analysis and stewardship activities.

Compliance reviews of ESG practices, including stewardship practices such as engagement and proxy voting, form part of the Compliance Monitoring Program, which is reviewed by the Compliance and Risk Committee. Compliance will conduct walkthroughs of the implementation process and on a regular basis will review holdings to ensure they follow Mondrian's policies and procedures. This includes a review of Mondrian's engagement process and supporting evidence.

Internal Audit reviews of ESG practices form part of general reviews of investment team practices. The audit work includes meetings and walkthroughs with key staff, review of information (e.g., policies, procedures, models, system data and reports), and sample testing. Internal Audit reports directly to the Executive Chairman and presents to the Board on a quarterly basis. Material control issues and audit findings are reported at this point, along with a general update of Internal Audit activities. The Board also approves the annual Internal Audit Plan.

D. Describe how you manage stewardship-related conflicts of interest to put the best interests of clients and beneficiaries first.

Conflicts of Interest

The stewardship-related elements of Mondrian's Conflicts of Interest Policy, available at www.mondrian.com, have been expanded upon below.

A conflict of interest arises when Mondrian and/or its employees have a competing professional or personal interest which could affect their ability to act in the best interests of Mondrian's clients. A conflict could exist even if no unethical or improper act results from it. Mondrian has a culture which fully recognizes the fiduciary duty we owe our clients and promotes the ethos of ensuring that clients' interests are put ahead of the firm's.

The UK regulator, the Financial Conduct Authority, requires regulated firms to identify conflicts of interest (both between the firm and its clients and the firm's employees and its clients) and establish, implement, and maintain an effective written conflicts of interest policy. Mondrian is also registered with the SEC which has similar requirements for the identification and management of conflicts of interest. Mondrian maintains and operates various policies and procedures which are designed to prevent conflicts of interest materializing and adversely affecting the interests of our clients. The purpose of our conflicts of interest policy is to outline Mondrian's approach to the identification, management, recording and where relevant, disclosure of conflict of interests.

Identifying conflicts of interest

Mondrian has a Code of Ethics Policy, a Conflicts of Interest Policy and Compliance Manual which employees read annually and certify the application of quarterly.

For the purpose of identifying conflicts of interest that may arise in the course of providing a service to our clients, we have considered whether Mondrian, its employees or another client, are directly or indirectly, likely to:

- Make a financial gain, or avoid a financial loss, at the expense of the client
- Have an interest in the outcome of a service provided to a client or in a transaction carried out on behalf of the client, which is distinct from the client's interest in that outcome
- Have a financial or other incentive to favor the interest of one client or group of clients over the interest of another client or group of clients
- Receive from a person other than the client an inducement in relation to the service provided to the client, in the form of monies, goods or services, other than the standard fee for that service.

Mondrian's senior management is engaged in ensuring that the Conflicts of Interest Policy is up to date and has identified all relevant conflicts, including discussion and agreement of a mitigation plan for any new conflict that arises.

Potential Conflicts of Interest Arising from Stewardship

Potential Conflict Scenario	Potential Conflict	Conflict Management Process
<p>Mondrian Holds both the Equity and Debt of a Company</p> <p>Mondrian's Equity and Corporate Fixed Income teams may invest in the same company, leading to potential conflicts from differing perspectives on company strategy and thus engagement priorities with the company.</p>	<p>This scenario may result in potential conflicts around capital allocation strategies and engagement priorities. This is an investment risk.</p>	<p>Where such conflicts may arise between our Equity and Corporate Fixed Income teams, each team would act separately as appropriate for their clients.</p> <p>We note that our Equity and Corporate Fixed Income Teams have a close working relationship, with all investment teams based in our London office. Additionally, our centralised Engagement Tracker Tool – used by all investment teams – helps facilitate transparency and communication amongst teams.</p>
<p>A Company Held by a Mondrian Product Acquires a Company Held in a Different Mondrian Product</p> <p>Mondrian offers an array of different investment products; a potential conflict may arise if a company held by one</p>	<p>This scenario may result in a potential conflict of competing valuations of the acquisition, depending on the perspective of investing in the acquiring company or the company being</p>	<p>Where such conflicts may arise between Equity teams, each team would act separately as appropriate for their clients.</p>

product portfolio acquires a company held in a different product portfolio.	acquired. This is an investment risk.	
Voting on Behalf of Separate Account Clients Holding Their Own Securities There may be a scenario in which a separate account client that is also a publicly listed company may be held in its own Mondrian managed portfolio.	This scenario may result in potential conflicts when conducting engagement / voting as Mondrian may be reluctant to raise issues with the company's management. This is a stewardship and client relationship risk.	If Mondrian is delegated voting authority for the separate account client, it will vote in line with its Proxy Voting Policy and Procedures.
Differing Client Stewardship Policies: Proxy Voting Mondrian has a diverse client base and serves a variety of different client types. We appreciate that our clients each have their own ESG and stewardship priorities and seek to accommodate client interests for their specific portfolios. To facilitate consistent voting policies across external managers, some of our clients have bespoke proxy voting policies which are applied to their portfolio.	This scenario may result in the potential conflict of differing proxy voting priorities between the proxy voting policies of Mondrian and our clients or amongst clients. This is a client relationship risk.	Our clients may have different interpretations of fiduciary duty – some consider it to be purely focused on economic interests, while others may believe it extends to societal interests as well. Where there are differences between Mondrian's Proxy Voting Policy and Procedures and that of our clients or amongst clients, our clients' proxy voting policies take precedence for their specific portfolio. We continue to engage with our clients to understand their ESG and stewardship priorities and monitor potential divergences.
Differing Client Stewardship Policies: Engagement Mondrian has a diverse client base and serves a variety of different client types. We appreciate that our clients each have their own ESG and stewardship priorities and seek to accommodate client interests for their specific portfolios. To facilitate client-specific engagement priorities across external managers, some of our clients have bespoke engagement initiatives which are applied to their portfolio.	This scenario may result in the potential conflict of differing engagement priorities between the engagement policies of Mondrian and our clients or amongst clients. This is a client relationship risk with.	Our clients may have different interpretations of fiduciary duty – some consider it to be purely focused on economic interests, while others may believe it extends to societal interests as well. Where there are differences between Mondrian's Engagement Policy and that of our clients or amongst clients, our clients' engagement policies take precedence for their specific portfolio. We continue to engage with our clients to understand their ESG and stewardship priorities and monitor potential divergences.

Mitigation Roles and Responsibilities

Mondrian has a number of committees which have a key role in ensuring that the management of conflicts of interest is embedded in the business processes. For example:

- Compliance & Risk Committee – ensures that Mondrian has adequate arrangements for complying with regulatory principles and rules.
- Best Execution & Trading Oversight Committee – ensures that Mondrian's trading arrangements provide cost effective, quality trade execution.
- Proxy Voting Committee – ensures that Mondrian's proxy voting policy is operated in the best interests of clients and any conflicts are properly managed.
- Fair Value Pricing Committee – ensures that the client's best interests are paramount in any required pricing adjustments/recommendations.

Additionally, personal conflicts of interest are addressed within our Code of Ethics, which all staff must attest to annually.

Monitoring of Compliance with Conflicts of Interest Procedures

Mondrian maintains a Conflicts of Interest Register that lists all potential conflicts of interest that have been identified. Any conflicts arising are logged immediately in the Conflicts of Interest Register.

Mondrian has written policies and procedures addressing each conflict identified in the Register. These policies and procedures are designed to manage the potential conflict so that the interests of clients are always put ahead of Mondrian or its employees.

Where a conflict has arisen, steps are taken to ensure that the conflict either does not arise again or is properly managed so that client interests remain paramount. These details are also recorded in the Register.

Mondrian has a comprehensive Compliance Monitoring Program which is specifically designed to check that key conflicts have been properly managed. A large number of the different types of tests that are carried out each year include checks to ensure that conflicts have been properly managed.

Any apparent violations of the procedures designed to manage conflicts are investigated and reported to the Chief Compliance Officer, who will determine any action necessary. Any material matters would be reported to senior management and the Mondrian Compliance & Risk Committee and, where required, any relevant regulator.

E. Describe how you maintain a dialogue with clients and/or beneficiaries.

Client Alignment

Before establishing a client relationship, we engage in detailed discussions and complete RFPs to assess the suitability of our investment approach. Only asset owners with aligned time horizons become clients. During onboarding, these parameters are defined in investment guidelines and embedded in our compliance monitoring system.

To assess alignment with clients' needs, periodic reviews involve senior Investment Team members and Client Services, with outcomes reflected in investment agreements where appropriate. We maintain regular dialogue with clients and encourage communication of evolving needs.

Bespoke Stewardship Policies

To the extent that separate account clients have bespoke stewardship policies, we are able to incorporate those within our process specifically for the client's portfolio. Regular client communication helps us understand the evolving needs of our client base.

Stewardship Reporting

Clients, Third-Party Databases, Principles for Responsible Investment

Mondrian provides stewardship reporting as required by regulations, as well as by clients, consultants, and prospects, and third-party databases and initiatives such as the PRI. We encourage feedback on our stewardship reporting to ensure the reporting is clear and understandable and meets the needs of underlying beneficiaries.

Stewardship reporting is tailored to client needs and may include proxy voting statistics, significant votes, financially material ESG topics, and engagement examples. Reporting frequency and format are client-defined; where no template exists, Mondrian works with clients to ensure they receive the information needed to meet their stewardship obligations.

We report investment performance and portfolio metrics monthly or quarterly and meet with clients at their preferred frequency, typically quarterly or annually. Clients have direct access to our investment professionals and can engage with us at any time.

Mondrian offers a range of institutional investment vehicles, including separate accounts, limited partnerships, US collective investment trusts, US mutual funds, and UCITS. Assets in pooled vehicles are managed in line with fund guidelines rather than individual clients' stewardship and investment policies.

Mondrian provides regular updates to third-party databases such as eVestment. As a PRI signatory, it also reports annually on its stewardship activities via the PRI platform.

Regulatory Requirements

Mondrian, as a U.K. domiciled investment manager, is subject to the Shareholder Rights Directive II ("SRDII"). Our disclosure document seeks to provide transparency to investors in relation to Mondrian's voting behavior and the impacts of engagements with companies on our voting behavior as well as meeting our regulatory requirements to disclose to investors on an annual basis how Mondrian's engagement policy has been implemented.

Incorporating Client Feedback into Our Stewardship Approach

As our investment and stewardship approach is agreed with clients at the outset, feedback requiring changes has been limited. As reporting evolves, Mondrian continues to enhance its disclosures to meet client needs.

Activities and Outcomes



Principle 1: Signatories integrate stewardship and investment to deliver long-term sustainable value for their clients and beneficiaries.

As detailed in [Mondrian's Policy and Context Disclosure: A](#), stewardship is an integral part of Mondrian's equity and fixed income research process. Our investment style allows comparisons across both industry and country barriers through its use of consistent criteria, as opposed to looking for different characteristics in each market.

We have a bottom-up issuer-focused, ongoing engagement program as investment teams and individual analysts are directly responsible for stewardship activities and ESG analysis. We do not have a centralized thematic engagement program.

Equity

Our engagement practices across equity strategies are consistent and utilize various stewardship levers as appropriate. We aim to meet with all companies in the portfolio at least once as part of our research process.

Please see below for examples of how Mondrian has integrated stewardship activities and equity investment processes over the period.

Capgemini

In 2025, Mondrian added Capgemini, a French IT services business offering consulting, outsourcing and technology services to our portfolios. The investment case is underpinned by growth in enterprise demand for IT solutions around optimizing IT spend, digitalization, cloud migration, cybersecurity, AI, ESG / sustainability tracking and reporting requirements. Capgemini is well positioned to benefit from these growth drivers, with relatively high exposure to the European manufacturing sector with material unmet IT needs. As a normal part of our valuation process, we aim to consider all financially material risks and opportunities that might influence future cashflow generation for companies we value, including financially material ESG factors. For every valuation model at Mondrian we complete a proprietary ESG Summary Report, explicitly and systematically articulating the financially material ESG risks and opportunities facing the company.

On climate change, Capgemini has very low carbon emission intensity, it uses 100% renewable electricity, and it delivers solutions to help clients reduce their carbon emissions, for example, around energy efficiency of buildings and industrial plants. On human capital, Capgemini have a widespread employee share ownership program, strong provision for employee training and education, flexible working program, and the company consistently ranks highly in top employer rankings globally. On governance, the Board is 81% independent, with a split role between CEO and Chairman. While we found remuneration incentives were well aligned with shareholders, we are monitoring the structure of the Board as the Chairman is a former CEO, and therefore, not independent.

Overall Capgemini is well positioned to benefit from an increased focus on sustainability from its clients, and its own operations are well insulated from any tighter regulations around carbon emissions. These financially material ESG risks and opportunities were incorporated by the analyst as part of the holistic valuation of the company. We engaged with the company prior to initiating a position, and several times afterwards to better understand its business exposures and approach.

PepsiCo

PepsiCo is a leading snack (roughly 60% of sales) and non-alcoholic beverage (40% of sales) company. It sells globally and owns some of the top brands across multiple categories in most of the world. Historically, organic sales have grown consistently in the mid-single digit range, at attractive margins due to its scale, vertical integration and brand power. Financially material ESG considerations played an important role in our decision to invest in PepsiCo, even though the company operates in areas that raise ESG risks, such as the sale of less healthy snacks and beverages and its exposure to plastic packaging. We assessed how effectively PepsiCo is managing and mitigating these risks, as well as how such factors could influence its long-term performance.

From an environmental perspective, PepsiCo's packaging footprint is a legitimate concern, given the scale of its global operations. However, the company performs relatively well compared with peers in its efforts to reduce the environmental impact of packaging. PepsiCo has made significant commitments to increasing the use of recyclable, compostable, or reusable packaging and has invested in improving recycling infrastructure in key markets. On the social side, PepsiCo maintains strong food safety standards, which are critical for a global food and beverage company. Robust quality controls and safety systems help reduce the risk of recalls, litigation, and reputational damage. In addition, while PepsiCo continues to sell products that are high in sugar, salt, and fat, it is actively investing in healthier food and beverage options. This includes expanding low- and zero-sugar drinks, portion-controlled snacks, and products with improved nutritional profiles. These efforts position the company to adapt to changing consumer preferences and increasing regulatory scrutiny around public health. Finally, PepsiCo scores fairly well on governance. The company benefits from a relatively strong board structure, clear accountability, and established risk management practices. Effective governance supports better oversight of financially material ESG risks and increases confidence that management can balance profitability with long-term sustainability considerations.

Overall, while PepsiCo is not without ESG challenges, its proactive initiatives, improving sustainability practices, and solid governance framework supported our decision to include the stock in our portfolio.

Sociedad Química y Minera de Chile

Sociedad Química y Minera de Chile (“SQM”) is a leading Chilean producer of specialty chemicals, including potassium, iodine and lithium. As one of the world’s major lithium producers, SQM has historically been well positioned to benefit from the growth of battery-powered electric vehicles (“EVs”), as lithium remains a critical input in most commercially viable battery technologies. However, SQM’s core lithium assets are located in Chile’s Atacama Desert, an area characterized by unique and fragile ecosystems and severe water scarcity. As a result, the company is inherently exposed to elevated environmental and regulatory risks, particularly around water usage, biodiversity protection and community relations. Therefore, SQM has strong exposure to opportunities and risks associated with environmental factors.

Strong growth in EV adoption has driven robust lithium demand and supported earnings growth for SQM in recent years. However, by early 2025, the lithium market had moved into a period of oversupply, with rapid production growth from new and expanded mines exceeding the pace of demand growth. Concurrently, the outlook for further EV adoption has become more uncertain, reflecting the high cost of vehicles, slower-than-expected infrastructure rollout and the dilution of regulatory support in certain markets. These factors pointed to a lower and more volatile growth trajectory for lithium demand. In this context, we reassessed SQM’s risk-return profile. The combination of weaker lithium pricing, increased supply-side competition, and ongoing environmental and regulatory sensitivities reduced the attractiveness of the investment. Following a near-term recovery in the share price, we concluded that SQM no longer offered a compelling balance between upside potential and downside risks, and therefore exited the position. We had engaged with the company several times over the holding period on climate change, natural capital, green opportunities, pollution and waste, labor and supply chain practices, board structure, ownership and other governance topics as part of our research process.

Bangkok Dusit-Medical Services

Bangkok Dusit Medical Services (“BDMS”) is the leading private hospital operator in Thailand and plays a structurally important role in addressing the country’s healthcare capacity constraints. Thailand has a relatively low density of medical professionals and hospital beds compared with global averages, underscoring a persistent gap in healthcare access. Public healthcare provision is insufficient to meet current demand, creating a clear and enduring role for the private sector in supporting national health outcomes.

BDMS contributes meaningfully to improving access to healthcare through a hospital network that is geographically diversified beyond Bangkok. Its presence in secondary cities and more rural regions also helps expand access to high-quality medical services in underserved areas. The development of specialized centers of excellence further enhances treatment availability for complex and chronic conditions, positioning BDMS to support Thailand’s ageing population and the rising prevalence of non-communicable diseases.

From a quality and governance perspective, BDMS’s ability to attract international patients—who account for approximately one-quarter of group revenues—provides external validation of clinical standards, operational efficiency, and cost competitiveness. Medical tourism also contributes to foreign currency earnings and supports reinvestment into domestic healthcare infrastructure, reinforcing the company’s long-term sustainability.

From an investment standpoint, the company is well positioned to benefit from favorable demographic and structural healthcare trends, which should underpin its earnings growth in future years. At the time of position initiation in November 2025, the shares had underperformed and de-rated to an attractive valuation level, offering a compelling entry point into a high-quality healthcare provider with strong social impact characteristics and durable growth drivers. We engaged with the company twice before initiating a position, with the objective of better understanding its financially material social opportunities and ownership structure, as well as capital allocation approach.

Fixed Income

As detailed in [Policy and Context Disclosure: A](#), sovereign credit analysis is central to our top-down process, incorporating financially material ESG risks to inform credit adjustments. Weaker assessments lead to higher sovereign credit adjustments and require a larger PRY premium to justify allocation. Corporate credit analysis incorporates a proprietary ESG rating, which feeds into issuer credit ratings and directly determines portfolio exposure under diversification limits. Corporate credit must pass our review of financially material ESG considerations to be included on the buy list, reflecting potential risks to business performance, credit rating, and in extreme cases, repayment capacity. Mondrian engages with issuers as an integral part of our sovereign and corporate research process to help support our understanding of these risks and their management. Findings from engagement will feed into our ESG rating awarded to each issuer, which in turn directly impacts the valuation we assign to the bonds.

Please see below for examples of how Mondrian has integrated stewardship activities and fixed income investment processes over the period.

Poland

Engagement Type: For Change

Topic: Environmental – GHG Emissions Reduction

Background and Objective: To support our understanding of the financial implications of Europe's Nationally Determined Contributions (NDCs) – climate action plans submitted by countries under the Paris Agreement to reduce greenhouse gas emissions and adapt to climate impacts – on Poland, we engaged its Ministry of Climate and Environment on the country's efforts to reduce carbon dioxide and other greenhouse gas emissions.

Activities: Within the letter in the email, we enquired about the challenges faced in pursuit of the Nationally Determined Contributions (NDCs) required to achieve the objectives of the Paris Agreement and asked them to consider the following questions:

- What efforts are Poland making to implement the European Green Deal, which is meant to reduce emissions by at least 55% of 1990 levels by 2030?
- The burning of coal still represents a significant part of the production of energy within Poland. What efforts, as part of the European Green Deal are being made to reduce the reliance on coal for energy production?
- What challenges does Poland foresee in implementing the EU's commitment to "climate neutrality" by 2050?

Outcome: We did not receive a response to our emailed letter. While the lack of response is not unexpected, we are still committed to engaging with Poland, so we will try and find alternative contacts that may be more receptive to our engagement requests.

United Parcel Service

Engagement Type: For understanding and change

Topic: Social – Human Capital and Labor

Background: United Parcel Service, Inc. is an American multinational shipping & receiving and supply chain management company founded in 1907. Originally known as the American Messenger Company specializing in telegraphs, UPS has expanded to become a Fortune 500 company and one of the world's largest shipping couriers.

Objective: To gain a better understanding of an MSCI ESG flagged labor management controversy and the potential impact to our proprietary ESG rating.

Activities: In November 2025, MSCI flagged UPS for a severe labor management controversy, largely centered around multiple class-action lawsuits alleging unpaid overtime, missed rest breaks, and wage-statement inaccuracies.

While several cases have been settled, others remain ongoing across multiple jurisdictions. The MSCI designation prompted Mondrian's ESG and Fixed Income Teams to engage UPS to better understand its governance, oversight, remediation measures, and whether the controversy classification reflects the company's current practices.

In December 2025, Mondrian joined a small group call with other investors hosted by UPS's Investor Relations team.

UPS acknowledged the existence of multiple historical wage-and-hour lawsuits. They highlighted that with nearly 500,000 employees, UPS expects to face labor claims periodically as part of operating at global scale. They also confirmed that none of the open cases are considered material, and any material litigation would be disclosed in SEC filings. UPS emphasized that the reality of being a large multinational sometimes makes the company a target for litigation, regardless of current practices.

UPS described significant improvements implemented over recent years, including:

- Enhanced time-tracking systems to minimize manual errors.

- Updated scheduling and break-management processes, especially in jurisdictions with strict labor rules (e.g., California).
- Regular internal audits focused on wage-and-hour compliance.
- Additional manager training to improve understanding of state-specific labor requirements.

UPS believes these structural changes have reduced the risk of recurrence. They believe MSCI's methodology reflects historic litigation rather than their current labor practices or mitigations.

UPS highlighted the strength of its heavily unionized workforce and long-standing relationship with the International Brotherhood of Teamsters, noting:

- Consistent collective bargaining processes
- Clear grievance mechanisms
- Established frameworks for resolving labor disputes

UPS views its union environment as a stabilizing factor supporting workforce dialogue and compliance.

It was raised that UPS ranks in the bottom-tier ranking in the CCLA Corporate Mental Health Benchmark. UPS responded that the benchmark does not fully reflect their programmed and provided detail on existing initiatives, such as:

- Online mental-health and wellbeing resources for employees
- Training modules available to the full workforce
- Targeted training for managers and leaders to help them identify and support employees experiencing wellbeing challenges

UPS acknowledged that mental health is a material workforce issue, and that strengthening wellbeing support is a continuing priority.

Outcome: The engagement gave us confidence that the issues were primarily related to historical practices. It contributed to our due diligence and ongoing monitoring process which influences our internal corporate credit ESG rating for UPS, which in turn directly impacts how much of that issuer's debt can be held across our portfolios according to our issuer diversification limits.

Principle 2: Signatories identify and respond to market-wide and systemic risks to promote well-functioning financial markets.

Our philosophy and process has been consistently applied across strategies since our inception and informs our response to market and systemic risks. Mondrian manages market-wide and systemic risks by having well diversified portfolios across geographies and sectors, implementing minimums and maximum weights on market allocations and sector exposures, and exposures limits on individual security weights where necessary. We work to identify any risks within our industry as well as the broader financial system as part of our investment process. Given our long-term fundamental approach, we focus on and must understand the direct impacts of market and systemic risks at the individual company level. In addition, we endeavor to have a 360-degree analysis of indirect impacts at the stock and portfolio level. Market risks such as rising interest rates, inflation, weak governance such as a lack of board independence and irresponsible financial management such as high levels of corporate debt must be considered as part of a healthy financial system. While perhaps not an explicit market risk, irresponsible financial management can have a significant impact on market risk if not managed. Systemic risks impact all market members, albeit unequally. Our role as a fiduciary is to help ensure the companies that we invest in adhere to an established, disciplined, risk management framework to withstand the potential challenges of market and systemic risks, noting that such risks will impact each sector, industry, and company differently. We engage with issuers on disclosures of risks and opportunities related to such issues. As our investment team is directly responsible for ESG analysis and stewardship activities, and our investment process takes a bottom-up approach, we do not have a centralized thematic engagement program but rather focus on each company’s impact individually.

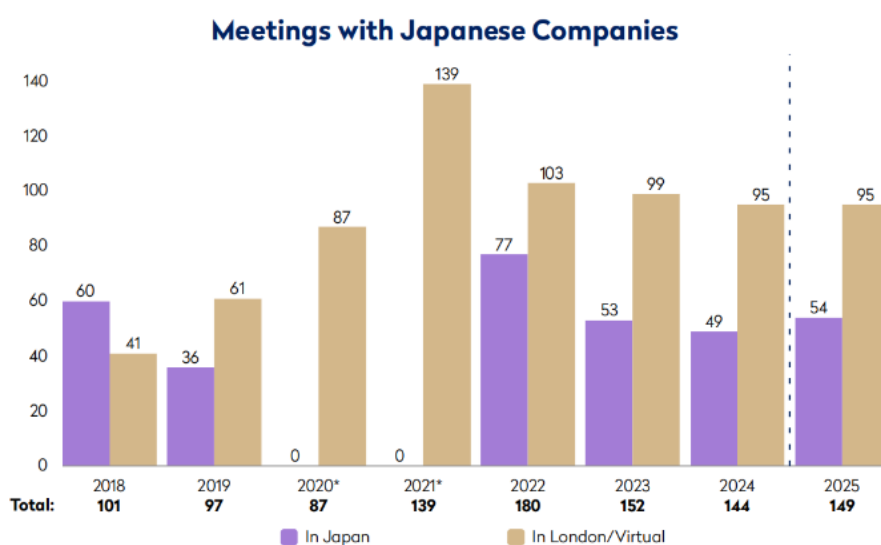
Market-wide and Systemic Risk Engagement Examples

Over the reporting period we continued our focus on the market and systemic risks related to responsible financial management, inflation and interest rates, and climate change.

Responsible Financial Management

Governance in Japan

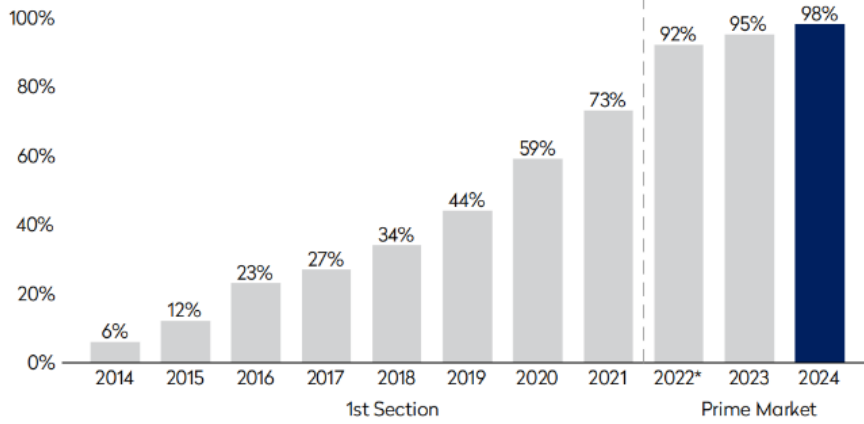
Mondrian has a long-term track record of consistently adding value through both an active weight and stock selection in the Japanese equity market. The Japanese market is attractively valued based on our Dividend Discount Model methodology and by traditional valuation metrics. It has an attractive skew of outcomes with worst-case scenarios underpinned by solid balance sheets, and exciting best-case scenarios should corporate governance improve. Recent Tokyo Stock Exchange initiatives have prompted the latest wave of corporate governance reform. Mondrian continues to consistently invest in on-the-ground research in Japan as we have found that face-to-face communication facilitates more impactful engagement.



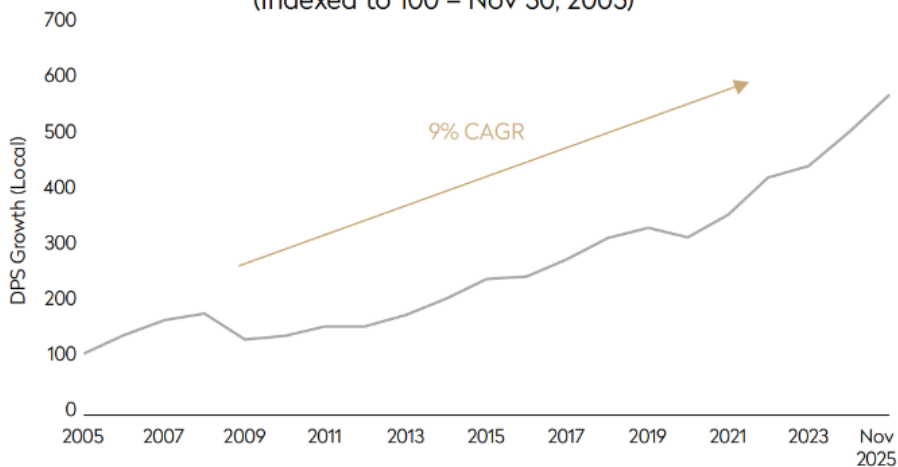
* Subject to COVID-19 related travel ban
Meetings with Japanese Companies data as of December 31, 2025

Our engagements with Japanese companies on governance practices, particularly on independent directors, capital allocation and minority shareholder rights continued in 2025, highlighting our use of various stewardship levers for escalation via meetings with management, board members and exercising our rights as shareholder in voting against directors. While we continue to see improvement in corporate governance practices, as demonstrated in the charts below, our concerns on minority shareholder protections in this market remains. Please refer to the [Toyota Industries engagement](#) and [proxy voting](#) examples.

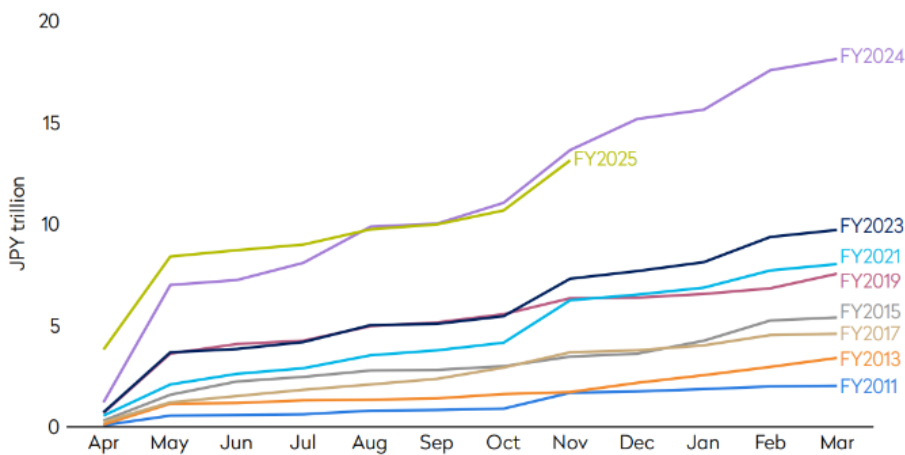
Appointment of Independent Directors by TSE-Listed Companies
 Ratio of Prime Market Companies with 1/3 or more Independent Directors



MSCI Japan Index DPS Growth, 20 Years
 (Indexed to 100 – Nov 30, 2005)



Total Value of Announced Share Buybacks



Governance in China

Chinese policy makers have increasingly been turning their focus to a more sustainable form of value creation, shifting corporates' focus away from traditional metrics of growth and high levels of investments towards profitability and return on invested capital to shareholders. While this focus has primarily been on the practices of SOEs, private companies have also initiated substantial share buyback programs and improved dividend policies. Several companies are now distributing most of their free cash flow or net profits to shareholders through buybacks and dividends.

Over the past few years, Mondrian has written letters to the Boards of several Chinese holdings to escalate the communication of our views and propose governance improvements, particularly around capital allocation and shareholder return.

Additionally, we met with Shenzhen Stock Exchange representatives at our London office, who were seeking foreign-investor feedback on improving China's capital markets. During our meeting, we discussed the need for stricter disclosure requirements, more controls over follow on offerings and encourage a focus on return on equity and shareholder return metrics. We highlighted a lack of shareholder alignment in the market given management are typically not shareholders and thus not incentivized by shares.

We also met with the Shanghai Stock Exchange at a group meeting in London, where representatives noted that they realized the importance of communication with foreign investors and highlighted evolving listing requirements intended to improve total return to shareholders as well as disclosure requirements. They acknowledged that regulators need to help companies balance their long-term value creation with short-term management incentives, however, they still believe that China has great potential for technological growth, and as such, there should not be a blanket push for shareholder return solely.

In 2025, further progress was made in our ongoing shareholder return engagement with Baidu.

Baidu

Engagement Type: For Change, Escalation, Market Risk

Topic: Governance – Capital Allocation and Shareholder Return

Background: Baidu is a Chinese technology company specializing in Internet-related services, products, and artificial intelligence. Mondrian has been a shareholder in Baidu since June 2020.

Baidu announced in early 2023 that it authorized a new share repurchase program under which the company may repurchase up to \$5bn of its shares, effective through December 31, 2025. However, we understood that the majority of shares bought back were expected to be allocated to Baidu's ESOP program and not cancelled. Additionally, Baidu had not initiated a dividend policy to shareholders. This means Baidu was falling meaningfully behind its KWEB peer group in terms of shareholder return either via share repurchase cancellation or dividend distribution.

Objective: Mondrian aimed to persuade Baidu to adopt a cash dividend pay-out of at least 40% of net income in line with market leading peers, representing around a 3.5-4% dividend yield on Baidu's current share price. Further, we aimed to persuade Baidu to cancel repurchased shares in line with industry best practices.

Activity: In March 2024 Mondrian wrote to the Co-Founder, Chairman and CEO along with the Board to encourage the company to change its capital return policies and review its decision in the treatment of shares repurchased amidst industry best practice. We had discussed Baidu's shareholder return practices several times previously. Our engagement noted that:

Historically capital-light, Baidu showed few plans for sizable capex or M&A beyond select areas. We considered its rising net cash overly prudent and saw no reason for it to keep increasing.

We favor cancelling repurchased shares to show immediate per-share accretion, outweighing ESOP-related administrative costs.

Given Baidu's large net cash balance, the proposal balanced cash preservation, core business investment and shareholder accretive M&A, whilst materially improving shareholder return.

Outcome: Mondrian continued to monitor and engage with the company given that even with limited share buybacks, there still was no concrete dividend policy.

Event: On 1 July 2025 Baidu named Haijian He as the new CFO, who provided a clear message that he wanted Baidu to be more proactive on shareholder return.

Activity: In July 2025 Mondrian met with the Head of Investor Relations, who noted that along with a focus on shareholder return, the new CFO signaled a clearer long-term commitment to shareholder return; divesting non-core units and returning proceeds as a special dividend; improving the transparency via enhanced disclosures; and the willingness to seek external financing for growth business to demonstrate their value from a sum of the parts perspective.

Outcome: While such indications of a potential improvement in shareholder return practices was reassuring, we continue to monitor the company's actions and engage for change.

Sinotruk

Engagement Type: For understanding

Topic: Environmental – Climate Change, Governance – Capital Allocation

Background: Sinotruk is a state-owned Chinese manufacturer of heavy-duty commercial vehicles. It is the leading heavy-duty truck (HDT) producer in China, and more oriented to exports than domestic sales.

Objective: To gain a better understanding of Sinotruk's transition to electric HDTs and potential increase in shareholder return practices.

Activity: Mondrian met with Sinotruk in July 2025. China's technology/competitiveness in internal combustion engine (ICE) vehicles had lagged that of German and Japanese automakers but China has used the transition to new energy to meaningfully improve its competitiveness and now led the technology globally. We have been assessing if the electrification in autos translates to HDTs. To date, electrification had not meaningfully taken hold in HDTs given their weight and long-distance energy requirements. We noted that China's electric HDT's penetration had increased to 20%+ YTD and wanted to understand this acceleration and the impact to profitability. Additionally, the company has generated strong free cash flows and had been increasing the dividend payout ratio. As free cash flows had increased, we discussed whether the company could return more to shareholders.

Outcome: While we gained a better understanding of the company's approach to the electrification of its heavy-duty trucks and shareholder return practices, we continue to monitor this with the company.

Climate Change

Climate change mitigation efforts and the decarbonization journey with its accompanying policies, regulations, subsidies, incentives, levies and disclosure requirements pose both investment challenges and opportunities.

Climate Change Considerations in the Equity Investment Process

We believe Mondrian is well placed to adapt to the evolving investment environment in terms of pricing risks and opportunities. Mondrian utilizes a disciplined valuation framework to analyze companies based on their fundamentals, together with a long-term investment horizon, and scenario analysis to understand the skew of potential investment outcomes. To the extent that issues such as climate change, carbon emissions, water usage and energy usage have been identified as potentially financially material risks or opportunities to consider in evaluating the investment case of a particular company, our analysts will conduct further investigation into the extent of these exposures as well as any risk mitigation. The findings from this questioning and disclosure will be incorporated into our overall investment evaluation of the company and highlighted in the ESG Summary Report as detailed in the [Policy and Context Disclosure: A](#).

Examples of Investment Alignment

Associated British Foods (ABF)

In 2025, we added to the position held in Associated British Foods, a UK business with operations in low-cost apparel (Primark), grocery (leading tea brands), sugar and ingredients, following a period of share price weakness on softer than expected sales from Primark and persistent low sugar prices. As a normal part of our valuation process, we aim to consider all financially material risks and opportunities that might influence future cashflow generation for companies we value, including financially material ESG factors. For every valuation model at Mondrian we complete a proprietary ESG Summary Report, explicitly and systematically articulating the financially material ESG risks and opportunities facing the company. We spent considerable time investigating potential sustainability risks around Primark - the low-cost apparel business. Our research focused on human rights in the supply chain, recyclability and durability of low-cost clothes, and water intensity risks in the sugar business. We engaged extensively with the company before initiating the position, and we reached a good level of assurance around their management of ESG risks.

On climate change, ABF has committed to reducing its water footprint by 30% by 2030 through sustainable agriculture practices, improved irrigation and water recycling technologies. There is a strong focus around the use of sustainable cotton, and the company does not discard unsold clothes to landfill (as many competitors do). ABF has a 9-point sustainability plan which includes targets on increased use of recycled materials, increased durability of apparel and increased recyclability of apparel.

Salesforce

Salesforce is a global enterprise software company focused on customer relationship management (CRM), data analytics, workflow automation, and increasingly AI-driven digital labor through its Agentforce platform. The company is a category leader in CRM with a broad and sticky installed base across large enterprises and SMEs, benefiting from high switching costs and recurring subscription revenues. After a period of valuation compression driven by concerns around growth normalization and capital allocation discipline, we believe Salesforce offers attractive long-term value given its durable competitive positioning, margin expansion potential, and optionality from AI monetization.

From an ESG perspective, Salesforce presents relatively limited risks, but attractive opportunities compared with more asset-intensive industries. Governance represents the most material ESG risk in the medium term. Marc Benioff continues to hold the dual role of Chairman and CEO. More importantly, Salesforce has a mixed historical record on M&A, with several large acquisitions generating uncertain returns. This risk is explicitly reflected in our valuation framework through conservative assumptions, including cash deployed at zero return across base, best, and worst-case scenarios. Despite these concerns, the board and management team have successfully built one of the most strategically important platforms in enterprise software. In areas of clear materiality for software companies, particularly data privacy and data security, Salesforce scores above peers and has built a strong reputation with enterprise customers.

On the opportunity side, Salesforce is well positioned to benefit from rising corporate focus on sustainability and regulatory reporting. Products such as Net Zero Cloud, increasingly integrated with automated ESG reporting and Agentforce capabilities, provide a credible pathway to monetize sustainability software while deepening customer engagement. Overall, Salesforce scores highly on ESG, with governance being the key area requiring continued discipline to protect shareholder value.

Nari Technology

Nari Technology is a leading Chinese industrial company supplying advanced control systems and power equipment for the electricity transmission and distribution (“T&D”) sector. As a subsidiary of State Grid Corporation of China, the company benefits from strong alignment with national infrastructure priorities and has consistently maintained a high share of State Grid’s capital expenditure. This relationship, combined with Nari Tech’s broad and technically sophisticated product portfolio, underpins its competitive positioning and revenue visibility.

China’s commitment to reducing air pollution and carbon emissions has driven rapid deployment of renewable power generation capacity in recent years. However, investment in transmission infrastructure has not kept pace, creating a structural bottleneck that must be addressed to fully integrate renewable energy into the power system. This challenge is amplified by the geographic mismatch between renewable generation sites—often located far from major demand centers—and the intermittency of wind and solar power, which increases system complexity and balancing costs. This historic imbalance is now being addressed by State Grid, and Nari stands to benefit from its planned increases in grid investment given its strong market position in key components. Despite these favorable structural and policy-driven tailwinds, Nari Tech’s shares had underperformed the broader Chinese equity market. The disconnect between fundamentals and valuation provided an attractive opportunity to initiate a position, offering exposure to China’s energy transition at a compelling entry point.

Climate Change Considerations in the Fixed Income Investment Process

Sovereigns: Environmental Risk

Environmental issues inform our sovereign credit adjustment; higher sovereign credit adjustments result in a greater PRY premium required to drive an allocation. Undiversified economies based on commodities, agriculture or tourism can be exposed to environment-related shocks, such as flooding and storm damage, that can place additional burdens on the sovereign balance sheet.

To assess environmental strengths, we compare countries using the Environmental Performance Index compiled by the Yale Center for Environmental Law & Policy. This ranks countries on twenty-four different environmental performance indicators along two dimensions of sustainability – environment health and ecosystem vitality. Please refer to Principle 1 for more details on how environmental considerations are integrated into the sovereign fixed income investment process.

During the period, Mondrian’s Global Fixed Income and Currency team continued exploring ways to enhance monitoring of sovereign emissions, acknowledging differences in industry calculation methodologies, and to improve transparency in emissions reporting for clients at both the sovereign and aggregate fixed income portfolio levels.

Further, in 2025 we began reviewing the Transition Pathway Initiative’s Assessing Sovereign Climate Opportunities and Risks (ASCOR) framework and data for sovereign issuers and have been considering how best to use this information to further enhance our sovereign engagement approach.

Corporates: Environmental Risk

The impact on credit quality from environmental risks varies greatly by industry. Environmental issues can present both fundamental business risks, for example that posed by the shift to renewable energy on the oil and gas industry, and reputational risks. To assess environmental risks to credit quality we reference MSCI ESG research in addition to information collated through credit analysis from sources such as annual reports, rating agencies, discussions with management and industry research reports. Our environmental assessment contributes to our corporate credit rating for each issuer, which directly impacts portfolio allocation.

Example of Investment Alignment and Engagement

Brazil

Engagement Type: For Change, Collaborative

Topic: Environmental - Biodiversity Conservation

Background and Objective: Through Mondrian’s membership of the Emerging Markets Investors Alliance (EMIA), we are a member of EMIA’s Sovereign Biodiversity Program Working Group. The objective of this working group is to enable investors to better embed nature-related dependencies, impacts, and risks into their sovereign debt analysis. Biodiversity is a component of the Yale Environmental Performance Index, which Mondrian references as an input into our assessment of financially material environmental risks within our sovereign credit risk adjustment. Brazil’s NDC strategy relies heavily on nature-based solutions, notably deforestation management and native habitat restoration. The engagement with Brazil focused on the significant economic implications of mangrove preservation / restoration. Mangroves reduce property damage and protect millions of people. One of the areas in the world where mangroves are most valuable in terms of both people and property protected is the Amazon delta in northern Brazil.

This was the second engagement discussion between EMIA’s Brazil Biodiversity Working Group and the Brazilian Ministry of Environment to discuss mangrove protections.

Activities: In August 2025 EMIA’s Brazil Biodiversity Working Group had a video call with the Brazilian Ministry of Environment & Treasury Department. The objective of the meeting was to encourage the Brazilian Ministry of Environment to prioritize the marine environment as part of the country’s G20 climate transition strategy. The video call covered the following areas:

- Brazil’s NDC and Climate Plan
- Mangroves and Oceans
- Integrated Policy and Stakeholder Engagement
- Ongoing Actions and Financing Needs

Outcome: Inclusion of mangroves in Brazil’s forestry mitigation targets would be a positive outcome for the country’s management of financially material environmental risks. Absent this, we will continue dialogue with authorities and monitor future releases for their inclusion.

Contributions to Market-Wide Policy or Standard Setting Initiatives: Industry Associations

Mondrian participates in various industry initiatives to help support our firm-wide practices and facilitate well-functioning financial markets. We aim to be proactive participants in the industry initiatives we support. From a political aspect, as a firm we do not lobby governments or support politicians or political groups.

In addition to the below, most of our investment staff are CFA Charterholders and Mondrian has a representative on the CFA UK’s Advisory Council, which facilitates staff knowledge of market and systemic risk, and in turn allows us to contribute to the development of good market practices.

We continue to consider a range of other external best practice initiatives. When reviewing external initiatives, we need to ensure we consider our broader client base.

Initiative	Background	Mondrian Participation	Initiative Effectiveness
Principles for Responsible Investment	The Principles for Responsible Investment (“PRI”) is the world’s leading proponent of responsible investment. It works to understand the investment implications of financially material ESG considerations and support its global network of investor signatories in incorporating these into their investment and ownership decisions.	In recognition of our continued commitment to the integration of financially material ESG risks and opportunities throughout the investment process, Mondrian became a PRI signatory in September 2016. As a signatory we financially support the PRI, and report on our ESG practices annually. We attend working groups, webinars and PRI events, and participate in PRI consultations.	This initiative contributes to well-functioning markets by being a key proponent of responsible investment best practices. It engages with policy makers, industry bodies and its signatory base to evolve various ESG considerations, including data, key topics and stewardship practices. For Mondrian, the annual PRI reporting process helps us reflect on our ESG governance, policies, integration, and stewardship practices, as well as identify potential areas for improvement.

			<p>In the most recently available PRI Assessment report on 2024 practices, Mondrian received the following ratings:</p> <ul style="list-style-type: none"> • Policy, Governance and Strategy: 4 Stars • Direct-Listed Equity-Active fundamental: 5 Stars • Direct-Fixed Income-SSA: 5 Stars • Direct-Fixed Income-Corporate: 5 Stars • Confidence Building Measures: 4 Stars <p>Please refer to www.unpri.org for the PRI assessment methodology. Mondrian's full Assessment Report and Transparency Report may be requested via the PRI Data Portal.</p>
UKSIF	<p>The United Kingdom Sustainable Investment and Finance Association ("UKSIF") is a non-profit organisation that enables members to engage on policy positions and consultation responses, stay up to date on policy, political developments, best practices, and hosts various events for learning and networking.</p>	<p>Mondrian became a member of UKSIF in September 2022. Membership enables us to participate in topical roundtables with other investors, as well as more formal events to help us learn more about evolving best practice. It facilitates engagement with policy makers, particularly in the UK.</p>	<p>This initiative contributes to well-functioning markets by bringing together the UK's sustainable finance and investment community and supporting its members to expand, enhance and promote this key sector.</p> <p>Through its work engaging government and regulators on policy, it provides a way for smaller asset managers like Mondrian to have a voice in policy development in a more efficient way.</p> <p>In 2025 Mondrian</p> <ul style="list-style-type: none"> • Continued its participation in the UKSIF SDR Implementation Working Group to help develop our understanding of the UK Sustainability Disclosure Requirements (SDR) and Product Labels regulation. • Participated in a feedback session with the FCA regarding the use of ISSB and sustainability reporting. • Participated in the UKSIF Artificial Intelligence Forum with other industry members and service providers.
SASB (ISSB)	<p>The Sustainable Accounting Standards Board ("SASB") Standards identify the sustainability disclosure topics most relevant to financial performance for the typical company in an industry. The SASB Standards are part of the IFRS Foundation's International Sustainability Standards Board ("ISSB").</p>	<p>In late 2021 Mondrian licenced the SASB Standards to complement our existing proprietary research approach to analysing financially material ESG risks and opportunities with a more structured approach. SASB Standards are used as a completeness check for our existing ESG integration process.</p>	<p>This initiative contributes to well-functioning markets as part of the ISSB, seeking to develop comprehensive sustainability disclosure standards for corporates, helping to ultimately provide better, more decision-useful data for investors and facilitating more transparency around financially material ESG risks and opportunities.</p>
Emerging Markets Investors Alliance	<p>The Emerging Markets Investors Alliance ("EMIA") is a not-for-profit organization that enables institutional emerging market investors to support good governance, promote sustainable development, and improve investment performance in the governments and companies in which they invest. EMIA seeks to raise awareness and advocate for these issues through collaboration among investors, companies or governments, and public policy experts.</p>	<p>Mondrian actively participates in several collaborative engagements organized by EMIA, which facilitates our ability to engage with emerging markets sovereigns.</p>	<p>This initiative contributes to well-functioning markets by enabling institutional emerging market investors to support good governance, promote sustainable development, and improve investment performance in the governments and companies in which they invest.</p> <p>Members of Mondrian's Global Fixed Income and Currency Team are part of the EMIA Debt and Fiscal Governance Working Group, and the Sovereign Decarbonization Working Group.</p> <p>The Debt and Fiscal Governance Working group seeks to improve fiscal transparency around the budget process for Sovereign issuers.</p> <p>The Sovereign Decarbonization Working Group seeks to improve the environmental practices for Sovereign issuers.</p>
Institutional Investor Legal Forum	<p>The Institutional Investor Legal Forum, which includes a Compliance and Regulations Roundtable, is a private international membership group of general counsels and other senior compliance and legal team members at leading investment management firms.</p>	<p>Mondrian became a member of the Institutional Investor Legal Forum in 2014 and participates in the annual meetings and various events.</p>	<p>This initiative contributes to well-functioning markets by facilitating general counsel and senior compliance and legal team discussions on strategy, best practices, and approaches to regulation. Regulators are regular guest speakers in a small room discussion format.</p>

Principle 3: Signatories engage to maintain or enhance the value of assets.

Equity Engagement Activities and Outcomes

Over the 2025 calendar year, Mondrian equity analysts participated in approximately 1,100 meetings with companies. We aim to meet with all companies in the portfolio at least once. Most of these meetings were to further our understanding of the research company's practices and were with companies not held in portfolios.

As detailed in Mondrian's [Policy and Context Disclosure: A](#), Mondrian prioritizes engagement for change where we feel there is a material misalignment between company practice and long-term shareholder value. Although Mondrian may act collectively with other shareholders and governance organizations, most of Mondrian's equity engagements are conducted directly with investee companies given the level of access that our equity teams typically have to management and boards.

Issues where we have previously engaged collaboratively include circumstances where we held serious concerns about the capability or independence of senior management, concerns about specific social or environmental risks, concerns on the price level of a proposed transaction, management remuneration, and circumstances where we felt the management was not acting in the interest of minority shareholders. Collective action has included speaking to the press, attending and speaking at an AGM or EGM and joining other shareholders to press management for changes to leadership, transaction prices or specific risk operations. Where activist investors are engaging portfolio companies for change, we may meet with the activist investor to understand their perspective and may then engage directly with the company on the issue ourselves.

Breakdown of Engagement Types

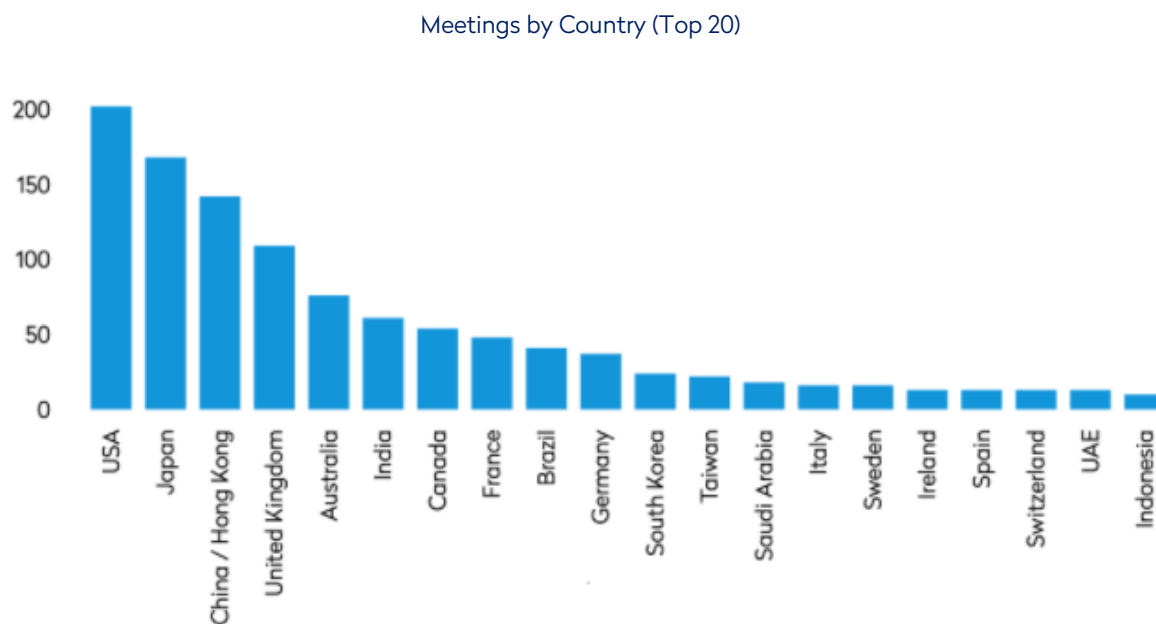
For Understanding	For Change	For Both Understanding and Change
96.9%	1.0%	2.1%

ESG-related Topics Discussed

Issue	Topic	Number of Times Discussed
Environmental	Climate Change	113
	Natural Capital	27
	Pollution and Waste	45
	Green Opportunities	195
	Green Bonds	2
	Biodiversity	8
Social	Other Environmental	43
	Labour	141
	Supply Chain	131
	Product Safety and Security	63
	Social Opportunities	39
	Diversity and Inclusion	3
	Human Rights	15
Governance	Other Social	47
	Board Composition	160
	Remuneration	40
	Ownership	136
	Accounting	85
	Capital Allocation	489
Other Governance	128	

Please note that multiple items could be discussed in the same meeting.

Number of Meetings by Company Domicile



Equity Engagement Examples

Aurizon

Engagement Type: For Understanding and Change, Escalation

Topic: Governance – Capital Allocation

Background: Aurizon's operations comprise three main businesses – regulated coal rail networks, coal rail haulage and bulk rail haulage.

Since 2019, Aurizon's board have carried out regular reviews of the rail networks business to evaluate whether there would be value accretion in divesting part, or all of, that business. In the review the board assesses key parameters including valuation, stakeholder interest, synergies/dis-synergies, growth prospects and capital structure. Since the board has conducted these reviews, the conclusion has always been to retain the status quo: full ownership of Networks.

In recent years, certain shareholders have voiced their support for a full or partial de-merger of Networks, primarily due to the view that on a sum-of-the-parts basis, that business is undervalued at Aurizon's current share price. We became aware that at least one large shareholder was engaging with the board to arrive at the same conclusion when their next review is announced in February 2026.

We do not share the view that a monetization or de-merger of Networks would be value accretive for shareholders. The reasons for this include but are not limited to the following:

- The regulated network earnings provide steady, stable cash flows that underpin ongoing shareholder returns, as well as growth capex in the other parts of the business. Networks provides a resilient counterbalance in periods where the other parts of the business experience short-term challenges.
- The sum-of-the-parts thesis is based on assumptions about how public or private equity markets would value the different parts of the business, and we do not believe there is sufficient evidence that the separate values would in aggregate exceed the market value implied by Aurizon's share price today.
- In the event of a de-merger, shareholders would subsequently own two equity securities with very low liquidity, and therefore greater risk of share price volatility.

Objective: Communicate our perspective on the potential full or partial de-merger of Networks.

Activity: In December of 2025 we had a call with Aurizon's chair, Tim Poole. In this meeting we communicated our views above and emphasized that we believe that the greatest risk-adjusted value for Aurizon shareholders would be achieved by retaining full ownership of Networks. In addition, we noted that the board and management's time and focus would be best applied in executing the group's current strategy, namely optimizing cash flow generation of the coal haulage operations and growing the bulk haulage business.

Outcome: The Board chose to reject the demerged idea and continue with the combined company.

Kering

Engagement Type: For understanding

Topic: Governance

Background: Kering is a French multinational company specializing in luxury goods, headquartered in Paris owning brands such as Gucci, Saint Laurent, and Balenciaga.

Objective: To discuss the board's approach to the leadership transition, evaluate the design and alignment of executive remuneration with shareholder interests, and understand how governance and oversight structures will evolve under the new CEO.

Activity: In October 2025, Mondrian met with Véronique Weill (Lead Independent Director) and Eric Sandrin (General Counsel) of Kering. The discussion covered the recent CEO appointment, remuneration structure, and board composition:

- **CEO appointment:** The board emphasized Luca de Meo's extensive brand management and turnaround experience, his financial market background, and his appetite for innovation. Mr. Pinault led the CEO search and is personally committed to maintaining the separation of CEO and Chairman roles, a significant governance improvement.
- **Board composition:** Following the leadership change, the board is 50% independent, or 58% excluding employee representatives.
- **Remuneration structure:** Luca de Meo's sign-on bonus comprises 75% cash and 25% share-based elements, the latter linked to 2025 performance objectives and subject to a five-year claw-back. The board explained that this balance was necessary to attract external talent and facilitate de Meo's transition from Renault.
- **Performance conditions:** For the 2025 financial year, the variable component of annual pay, the board outlined qualitative criteria such as (1) success in transitioning into the role and (2) progress in defining a strategic plan. By the end of 2025, de Meo is expected to have appointed his team, completed his strategic diagnosis, and begun formulating the plan. This plan is to be presented to shareholders in April 2026.
- **Outgoing CEO remuneration:** The board confirmed that Mr. Pinault's outstanding LTIP for his partial CEO tenure in 2025 was not pro-rated, citing his long service and leadership in implementing governance reform.
- **Future alignment:** The board anticipates an increase in the long-term incentive plan weighting from 2026 onward, with KPIs to be reviewed closer to the next AGM.

The meeting also addressed Kering's independence from its controlling shareholder, Groupe Artémis, and confirmed that the group's financial position and governance processes are fully independent of Artémis' activities.

Outcome: Mondrian welcomed Kering's commitment to strengthening corporate governance through the separation of Chair and CEO roles and maintaining a majority-independent board. The discussion provided useful insight into how the board balances governance discipline with flexibility during a leadership transition. Mondrian will continue to engage on the evolution of remuneration design, strategic alignment, and board oversight ahead of the 2026 AGM.

Lloyds Banking Group plc

Engagement Type: For Understanding

Topic: Social – Product Safety and Security

Background: Lloyds Banking Group is a UK-based financial services group providing a wide range of banking and financial services, focused primarily on retail and commercial customers across Retail, Commercial Banking, and Insurance, Pensions and Investments.

In October 2025, the UK Financial Conduct Authority published the motor finance redress consultation. Its purpose was to consult on an industry-wide consumer redress/compensation scheme for motor finance customers who may have been treated unfairly due to inadequate disclosure of commissions in motor finance sales (covering agreements across 2007–2024), and to set out how such a scheme would operate and be implemented. If implemented, the scheme would require lenders/brokers to identify in-scope agreements, calculate and pay compensation, and run a coordinated redress process, with the FCA indicating final rules in early 2026 and consumers potentially receiving compensation before end-2026.

Objective: Understand the potential scale, mechanics, and timeline of the FCA motor finance redress scheme and Lloyds' provisioning assumptions.

Activity: In November 2025, Mondrian met with the Group CEO, CEO, Consumer Relationships, and Investor Relations of Lloyds Banking Group. During the meeting at our office, we had a detailed discussion about outstanding risks associated with motor finance selling practices.

Outcome: We continue to monitor the issue with the company and are awaiting the FCA's final policy statement to clarify the extent of the impact on Lloyds.

Vinci

Engagement Type: For Understanding

Topic: Social – Supply Chain, Labor Standards, Health & Safety

Background: Vinci, the French concessions and construction company, has been subject to allegations of labor abuses at its construction sites in Qatar. We engaged with the company in 2024, in advance of initiating a position. At the time, the company confirmed that they continue to deny the accusations made about working conditions on their work sites in Qatar, reaffirming their long-standing commitment to respect human rights and seeking to improve the living and working conditions of all workers at their construction sites, all around the world.

In May 2025, the French Supreme Court upheld the indictment of Vinci Constructions for alleged forced labor on Qatari construction sites. This decision allows the investigation into the multinational's potential involvement in severe labor rights violations to proceed. Following this court decision, we engaged with the company once more.

Objective: Discussion of the French Supreme Court's indictment, in May 2025, of Vinci Constructions for alleged forced labor on Qatari construction sites.

Activity: Vinci confirmed that the French Supreme Court's decision doesn't constitute any pre-judgement on the merits of the case, nor a move to trial, and that no charge has been issued against the company. The judge will decide from here whether to close the file or continue the investigation after speaking with the prosecutor regarding the merits of the case. Vinci believe there is no evidence whatsoever of forced labor and all employees engaged in contractual employment of their own accord. Vinci regularly had international trade unions, NGOs and journalists come to visit their worksites and accommodations, with oversight from their partnership with the ILO in Qatar. They have also carried out >400 audits on subcontractors in Qatar. Vinci maintains they upheld industry leading labor practices in Qatar.

Outcome: This engagement is ongoing, and Mondrian continues to monitor and engage with the company on this issue.

Fujitsu Limited

Engagement Type: For Understanding

Topic: ESG Disclosures: EU Corporate Sustainability Reporting Directive (CSRD)

Background: Fujitsu is Japan's leading IT services company, with some global operations including Europe and the US.

Objective: Understand the impact of the EU CSRD requirements on Fujitsu and provide feedback on what Mondrian considers to be the most material topics.

Activity: In March 2025 Mondrian met with members of Fujitsu's Sustainability Team. Fujitsu has two entities subject to the European Corporate Sustainability Reporting Directive (CSRD) and they are preparing to comply with the additional disclosure requirement. CSRD introduces the Double Materiality Assessment, a mandatory exercise for companies to identify which sustainability matters are most material to the organization and its stakeholders by evaluating their impact on the environment and society (inside-out perspective), while also considering how these issues may influence the organization (outside-in perspective). Fujitsu's objective for stakeholder engagement is to understand how people may be impacted by the organization and to get input and feedback on material sustainability matters.

Outcome: Through this engagement Mondrian gained a better understanding of the company's approach to the EU CSRD requirements and discussed financially material ESG-related considerations.

Sysco Corporation

Engagement Type: For Understanding

Topic: Climate Change and Green Opportunities

Background: Sysco is a multinational corporation that specializes in selling, marketing, and distributing a wide range of food and non-food products to various sectors, including restaurants, healthcare facilities, educational institutions, and lodging establishments. The company operates a vast network of distribution centers across multiple countries, offering products such as fresh produce, meats, seafood, and prepared meals, as well as dining supplies and kitchen equipment.

Objective: Gain a better understanding of Sysco's approach to climate change and green opportunities.

Activity: In January 2025 Mondrian held a call with ESG and IR contacts at Sysco. The company noted that sustainable products are very popular with customers, especially national customers who have their own ESG requirements.

We discussed operational efficiencies, supply chain resilience, the decarbonization of trucks, as well as compensation links to sustainability. In the company's plan to reduce its carbon footprint, they are not only electrifying their global

fleets to reduce transportation-based emissions, but they are also investing in renewable electricity to power operations, optimizing shipping and delivery to reduce miles on the road and increasing energy efficiency in buildings. Additionally, Sysco has signed a PPA that they expect will help avoid over 204,000 mtCO₂ emissions annually.

It was highlighted that while several companies have moved away from targets recently, they are still a focus for Sysco as they believe they can continue to drive value through sustainability.

Outcome: Mondrian gained a better understanding of Sysco's approach to the financially material considerations of climate change and green opportunities.

Toyota Industries Corp. (TICO)

Engagement Type: For Understanding and Change; Escalation

Topic: Governance

Background: Toyota Industries Corporation (TICO) is a Japanese manufacturer of forklifts, automotive parts, and textile machinery. A proposal for the privatization of TICO by the Toyota Group (through Toyota Fudosan) was announced in June 2025, with completion expected in 2026. This transaction has raised governance and minority shareholder protection concerns given the potential conflicts of interest within the Toyota Group's structure.

Objective: To discuss the proposed tender offer process, assess whether the Special Committee had acted independently and effectively on behalf of minority shareholders, and to encourage greater transparency.

Activity: In August 2025, Mondrian met with the President of Toyota Industries Corporation. The meeting provided an opportunity to exchange views on the proposed privatization, the governance process surrounding the transaction and the tender offer price.

TICO confirmed that the Special Committee had negotiated multiple times with Toyota Fudosan to achieve a higher tender offer price. The Committee intends to review the offer again closer to completion, at which point it is expected to formally recommend shareholders accept the deal, citing market conditions and share price movements.

During the discussion, the company did not disclose details of the external valuation calculations or provide responses to questions on the tax treatment of the cross-shareholding unwind. We reiterated our request for greater transparency and will continue to follow up with the company on this matter.

We also raised questions regarding the independence of the process and potential conflicts of interest, particularly given Toyota Motor's representation on both boards. While TICO maintained that appropriate measures had been taken to ensure fairness, it noted that this case falls outside the scope of the new Tokyo Stock Exchange guidelines for management buyouts.

TICO acknowledged our feedback and expressed appreciation for our long-term engagement and the written correspondence shared, including the Mondrian's letter to the Toyota Motor board.

We plan to continue this engagement with Toyota Industries and Toyota Motor to ensure minority shareholder protections remain central to the process. We continue to request a meeting with Toyota Industries Special Committee members.

Outcome: By the end of 2025 the engagement remained ongoing. Mondrian's feedback was received constructively, and our long-standing relationship with the company continues to provide access and dialogue. We continued to monitor developments ahead of the transaction's expected completion in 2026. Our focus remained on achieving fair treatment for minority shareholders and promoting transparent governance standards across the Toyota Group.

Kia Motors Corporation

Engagement Type: For Change

Topic: Social – Labor, Supply Chain

Background: Kia Motors Corporation is a global automotive manufacturer focused on producing a diverse range of vehicles, including internal combustion engine models, hybrids, and fully electric vehicles, with a strong emphasis on expanding its electric vehicle (EV) lineup and purpose-built vehicles (PBVs).

In 2024Q4 Mondrian reached out to Kia regarding alleged controversies around labor issues at Chinese suppliers. The company explained that it had taken proactive measures to identify any suppliers that may be associated with the US Uyghur Forced Labor Prevention Act (UFLPA), and that a thorough review based on the Sheffield University report titled "Automotive Supply Chains and Forced Labor in the Uyghur Region" confirmed that Camel Group, one of Kia's suppliers, appear to be on the entity list. The company noted that Camel Group's supplies are only limited to those vehicles produced/sold in China market. At that time there was no immediate consideration to replace the suppliers.

In our ESG analysis of Kia we downgraded the social score due to the company's lack of proactiveness on replacing the supplier, and the risks we believe it could pose to the brand. This did not result in specific quantitative adjustments to

the valuation but has been considered qualitatively by the Emerging Markets Team in its weighting decision for the stock.

Objective: To obtain an update on the use of Camel Group as a supplier as well as encourage the company to discontinue the relationship.

Activity: In February 2025 Mondrian met with members of Kia's investor relations team at our London office to discuss allegations around the use of Camel Group as a supplier at a Chinese Joint Venture and encourage the company to discontinue the relationship due to amongst other concerns, the risk that it could lead to brand damage for the company.

Mondrian conveyed that, whilst we agree with Kia's view that China production and profit contribution to the group is not material, the supplier relationship poses an unnecessary risk to the group in terms of potential for broader damage to the Kia brand. Jake Jung, senior IR staff member at Kia, agreed with us and told us that, to his knowledge, the company had now come to the same conclusion, and ultimately, they plan to terminate the relationship.

Outcome: We continue to monitor this with the company.

Fixed Income Engagement Activities and Outcomes

Over the 2025 calendar year, Mondrian Global Fixed Income and Currency team members participated in 35 engagements with sovereign and corporate issuers.

As detailed in [Mondrian's Policy and Context Disclosure: A](#), Mondrian engages with issuers as an integral part of our sovereign and corporate research process to help support our understanding of financially material risks and their management. Such engagements may be direct, through collaborative initiatives such as the Emerging Markets Investors Alliance, or with non-issuer stakeholders such as data providers.

Please note that in December 2025 the PRI Statement on ESG in Credit Ratings, an initiative supported by asset managers, rating agencies, debt issuers and asset owners that facilitates discussions in the context of ESG topics amongst these groups, was closed by the PRI. Mondrian had been a signatory of this initiative since 2018.

Fixed Income Engagement Examples

South Africa

Engagement Type: For Change

Topic: Environmental – GHG Emissions Reduction

Background: To support our understanding of the financial implications of South Africa's Nationally Determined Contributions (NDCs) – climate action plans submitted by countries under the Paris Agreement to reduce greenhouse gas emissions and adapt to climate impacts – we engaged the investor relations office of the South African Treasury to start a dialogue on the country's efforts to reduce carbon dioxide and other greenhouse gas emissions.

Activities: Within the letter in the email, we enquired about the challenges faced in pursuit of the Nationally Determined Contributions (NDCs) required to achieve the objectives of the Paris Agreement and asked them to consider the following questions:

- Have the benchmarks for sectoral reductions in GHG emissions been met since the introduction of the Carbon Tax Act?
- Given the successful issuance of green bonds at the provincial level (Cape Town and Johannesburg), is the National Treasury exploring the issuance of green bonds at the sovereign level as part of its sustainable finance objectives?
- What challenges does the National Treasury foresee in trying to increase the proportion of South Africa's power generation coming from the Renewable Energy Independent Power Producers Programme (REIPP)?

Outcome: We did not receive a response to our emailed letter. While the lack of response is not unexpected, we are still committed to engaging with South Africa, so we will try and find alternative contacts that may be more receptive to our engagement requests.

United Kingdom

Engagement Type: For Understanding

Topic: Environmental – GHG Emissions Reduction

Background: Our ESG analysis uses a range of indicators, published by entities such as the World Bank and Transparency International, amongst others, to evaluate the ESG performance of the countries we invest in. Countries that score highly on financially material ESG indicators generally have a stronger sovereign credit profile, which in turn supports our decision to invest in their sovereign debt. Conversely, countries that score poorly on ESG indicators tend to have a weaker sovereign credit profile, making us less likely to invest in their sovereign debt.

As part of this process, we actively seek to engage with governments to better understand what policies are in place to support and improve their country's ESG profile.

It would seem clear that policies and targets must change at the country level to reach the overall objective of the Paris Agreement. There are a number of risks each and every country faces in its pursuit of its Nationally Determined Contributions (NDCs) both in terms of execution as well as financial impact. We recognize the significant complexities around this issue and sought further clarification on how the UK government intends to meet its NDCs.

Activities: In July 2025 Mondrian's Global Fixed Income and Currency Team wrote a letter to the Secretary of State for Energy Security and Net Zero of the UK trying to better understand the country's evolution of climate policies and actions, its approach to financing emission reductions abroad, and published Net Zero target.

Outcome: In August 2025 we received a letter response from the UK government's Department of Energy Security and Net Zero, which did not directly answer any of our questions, but instead just detailed the government's next steps on their path towards achieving net zero. We continue to monitor the UK's policies to support emissions reduction in line with its NDC.

Ecuador

Engagement Type: For Change

Topic: Governance - Fiscal Transparency

Background: Fiscal transparency underpins sovereign creditworthiness and forms part of Mondrian's proprietary sovereign credit rating for hard currency emerging market debt. Through Mondrian's membership of the Emerging Markets Investors Alliance (EMIA), we are a member of EMIA's Debt and Fiscal Governance Working Group. The objective of this working group is to improve fiscal transparency around the budget process for Sovereign issuers. We are guided by the work of our policy partners, the International Budget Partnership (IBP), whose global research and advocacy program promotes public access to budget information and the adoption of inclusive and accountable budget systems. In particular, we consult IBP to aid us in identifying a set of central government budget documents that countries produce but do not publish, as well as identifying if certain published documents are lacking specific details.

EMIA's Ecuador Debt and Fiscal Governance Working Group has had a handful of engagements in the past with the Ecuadorean authorities, through letters and video calls, to discuss improvements to their fiscal transparency. A significant challenge we face with these engagements is that people change roles, and it is not always easy to continue the previous dialogue with new incumbents.

Activities: In September 2025 EMIA's Ecuador Debt and Fiscal Governance Working Group sent an email to Ecuador's Deputy Minister of Economy, asking to discuss the Ecuadorean government's progress and future plans for the following issues:

- Enhancing fiscal governance through timely financial audits of the national government and SOEs
- Improving transparency in the public pension system
- Publishing timely and comprehensive budgetary documents
- Curtailing corruption in public procurement (including by improving the accuracy of beneficial ownership information)

Outcome: This engagement is ongoing. We continue to monitor Ecuador's fiscal governance practices versus best practices as outlined by the IBP.

Anglo American plc

Engagement Type: For understanding and change

Topic: Social

Background: Anglo American plc is a British multinational mining company headquartered in London, England. It is the world's largest producer of platinum, representing approximately 40 percent of global output, as well as being a major producer of diamonds, copper, nickel, iron ore, polyhalite and steelmaking coal.

Activity: In November 2025, Mondrian wrote to Anglo American plc regarding a number of severe governance and social controversies that had been flagged by our external ESG data provider, MSCI. MSCI's October 2025 ESG Controversies review, highlighted a number of 'severe' controversy issues, driven by legacy social issues, including allegations of lead contamination in Zambia (Kabwe), and more recent operational incidents in Australia and Botswana related to health, safety, and climate concerns.

Mondrian's Global Fixed Income and ESG team engaged with Anglo American via email, outlining concerns relating to ongoing controversy classifications and requesting detail on risk mitigation, timelines for resolution, and engagement with ESG data providers.

Anglo American responded by confirming active engagement with MSCI throughout 2025, providing additional information and supporting the expected methodology improvements planned for H1 2026, which should allow for more structured data submission and controversy resolution.

On the legacy Kabwe lead contamination case, Anglo reiterated its position that Anglo American South Africa never owned or operated the mine and intends to continue defending itself legally. The company directed investors to its public disclosures for up-to-date information.

The company provided extensive detail on its health and safety improvements, highlighting three key levers:

- Strengthening 'Visible Felt Leadership' (VFL) through increased leadership presence on-site.
- Enhancing planned maintenance and critical safety actions aligned with the operating model.
- Rolling out a comprehensive Contractor Performance Management framework, including deployment of a new digital planning platform across Brazil, Chile, and Peru.

These efforts are aimed at improving oversight of high-risk contractor activities following previous incidents.

Outcome: This engagement contributed to our due diligence and ongoing monitoring process which helped us assign our internal ESG rating for Anglo American. The engagement provided Mondrian with increased visibility into Anglo American's safety initiatives and its ongoing dialogue with MSCI. Mondrian will continue to monitor progress and re-engage with the company as MSCI's methodology evolves in 2026.

McKesson Corporation

Engagement Type: For understanding

Topic: Governance

Background: McKesson Corporation is a leading US based healthcare distribution and services company. The company delivers pharmaceuticals, medical supplies, and healthcare technology solutions globally, primarily serving retail pharmacies, hospitals, and health systems.

Activity: In September 2025, Mondrian wrote to McKesson Corporation regarding a number of severe governance controversies that had been flagged by our external ESG data provider, MSCI.

MSCI identified McKesson for severe governance controversies relating to its alleged failure to monitor and report suspicious opioid orders. These controversies have been the subject of extensive investigations and litigation across multiple jurisdictions.

Mondrian's Global Fixed Income Team and ESG Team engaged with McKesson to better understand governance oversight and compliance enhancements following these controversies. We sought clarification on:

- 1) McKesson's progress in implementing compliance and monitoring improvements following the opioid-related settlements.
- 2) The board's role in overseeing opioid-related compliance and embedding lessons learned into long-term risk management.
- 3) The company's engagement with MSCI and whether the current 'severe' rating accurately reflects its ongoing remediation efforts.

McKesson's Corporate Secretary responded, outlining the following points:

Compliance Enhancements

- Under the national settlement, McKesson and other distributors are establishing a data clearinghouse to consolidate controlled-substance distribution data. This information will be available to settling U.S. states to support their anti-diversion efforts.
- McKesson continues to strengthen its Controlled Substances Monitoring Program (CSMP), which includes suspicious order monitoring, reporting, and thorough customer due diligence.
- The company reiterated its commitment to continuously improve systems designed to detect and prevent opioid diversion within the pharmaceutical supply chain.

Board Oversight

- The Board Compliance Committee, working in coordination with the Audit Committee, oversees McKesson's key legal and regulatory compliance risks.
- The committee includes directors with deep regulatory and healthcare experience.
- The committee also participates in annual training on DEA and FDA regulations, delivered by qualified external experts.

McKesson continues to engage directly with MSCI but believes that the current rating does not accurately reflect its risk profile or remediation progress.

Outcome: This engagement contributed to our due diligence and ongoing monitoring process which helped us assign our internal ESG rating for McKesson Corporation. Mondrian continues to hold the bonds of this company. Mondrian is satisfied that McKesson has made significant enhancements to its compliance monitoring systems, governance oversight, and broader risk management processes aimed at preventing opioid diversion.

Swedbank

Engagement Type: For understanding

Topic: Governance

Background: Swedbank is a Swedish multinational banking group headquartered in Stockholm, Sweden. It operates primarily in the Nordic and Baltic regions.

Activity: In September 2025, Mondrian wrote to Swedbank about a number of severe controversy concerns that had been flagged by our external ESG data provider, MSCI. MSCI flagged Swedbank for the following severe governance controversies related to money laundering investigations across jurisdictions:

- 2020: SEK 4 billion fine by the Swedish FSA for AML control failures in Baltic subsidiaries.
- 2021: Nasdaq Stockholm fine SEK 46.6 million for AML shortcomings
- Multiple ongoing investigations by US authorities (DOJ, SEC, NYDFS)
- 2024: Former CEO convicted of gross fraud for misleading statements on AML handling
- 2025: Swedish FSA imposed SEK 12.5 million fine for deficiencies in protective security analyses

In October 2025, members from Mondrian's Global Fixed Income Team and ESG Team engaged with Swedbank's IR Team in a virtual meeting to discuss these concerns. We highlighted that at Mondrian we take a long-term approach and view governance as central to investment risk management. We explained that we'd like to better understand the progress Swedbank have made in remediation, board oversight, and transparency regrading anti-money laundering issues. We were also interested in how they engaged with ESG ratings providers to ensure their assessments reflect current practices.

Swedbank emphasized that since 2020, the bank has undertaken significant reforms and restructuring to address anti-money laundering and governance issues. Their entire management team has been replaced, including appointing a new CEO and refreshed board membership; they did this to establish clearer lines of responsibility and accountability. In addition, the bank has invested in the latest transaction monitoring systems and hired external consultants to benchmark Swedbank's anti-money laundering systems against peers and industry best practice, which it has matched or exceeded peers. Swedbank are confident in the IT system upgrade and resources it has deployed to improve transaction monitoring. Additional provisions include holding significant capital buffers (450 bps) in anticipation of potential penalties. The bank recognizes these controversies will remain part of their legacy for a long time and will require continuous effort to rebuild trust. They have engaged with external ESG ratings providers, for example, Moody's have recently upgraded the bank, explicitly citing improvements in their anti-money laundering controls. Swedbank noted they are proactive in providing information to MSCI but believe recognition there has been slower than from other rating agencies, but they will continue to engage.

Outcome: This engagement contributed to our due diligence and ongoing monitoring process which helped us assign our internal ESG rating for Swedbank. Mondrian continues to hold the bonds of this company. We are comfortable that Swedbank has invested heavily in governance reforms, anti-money laundering monitoring systems, and cultural change since 2020 to address these governance issues and we will continue to monitor their remediation and progress.

Principle 4: Signatories actively exercise their rights and responsibilities.

Equity

Voting Summary

Over the period Mondrian exercised its rights as a shareholder by voting proxies to maintain or enhance the value of its investments. Please see www.mondrian.com/ESG-at-Mondrian for our most recent voting records and Proxy Voting Policy and Procedures.

As of 31 December 2025, Mondrian was delegated full discretion to vote proxies and voted on behalf of clients for 75% of equity accounts, clients voted their own proxies for 20% of equity accounts, and Mondrian facilitated the voting of client proxy voting policies for 5% of equity accounts.

Please see below for a summary of how Mondrian has cast votes in general meetings of investee companies over the reporting period.

Description	1 Jan - 31 Dec 2025
Number of Votable Meetings	511
Number of Meetings Voted In*	505
Number of Votable Proposals	6121
Number of Proposals Voted*	6079
Number of Meetings with At Least One Vote Against Management Recommendations	183
Number of Meetings with At Least One Vote Withheld or Abstained Against Management Recommendations	9
Number of Votes with Management**	5543
Number of Votes Against Management**	439
Number of Abstentions/Withheld Votes	45

Region	Number of Votable Meetings	% Votable Meetings by Region
Asia Pacific	250	49%
Europe	127	25%
North America	83	16%
South America	34	7%
Middle East, Africa	17	3%

Proposal Category	Number of Votable Proposals	% Votable Proposals by Category
Director Election	2313	37%
Routine Business	1069	17%
Compensation	669	11%
Capitalization	651	10%
Director Related	501	8%
Audit Related	361	6%
Company Articles	189	3%
Strategic Transactions	152	2%
Non-Routine Business	107	2%
Miscellaneous	84	1%
Social	65	1%
Takeover Related	48	1%
E&S Blended	26	0%
Environmental	12	0%
Corporate Governance	8	0%
Other	2	0%

* Instances where Mondrian elected to not vote proposals at meetings include situations where companies were listed in countries where share blocking laws were in place, holdings were sold post the record date but prior to the AGM, or meetings had two sets of voting cards where shareholders voted one card but not the other. In summary, where it was possible to vote on a proposal, Mondrian voted on the proposal.

**There were instances in 2025 where management did not provide a recommendation for the proposal. These have been removed from the number of votes against and with management.

The below provides more details of where Mondrian has cast significant votes in the annual general meetings of companies invested in on behalf of our clients. Mondrian's Proxy Voting Committee has made this determination and as stated in our Engagement Policy, votes are typically considered 'significant' where Mondrian has voted against management, against our proxy adviser's recommendation or determined that a vote is considered significant for any other reason.

Toyota Industries Corp. (TICO)

Engagement Type: For Understanding, For Change, Escalation, Voting Against Directors

Vote Example Type: Vote Against Management Recommendation, Vote Against Proxy Adviser Recommendation

Topic: Governance

Objective: Encourage an increase in Board independence and the unwinding of cross shareholdings.

Background: Toyota Industries Corporation is a Japanese forklift truck and auto parts maker. The company does not have a majority independent board, and the board has no diversity by gender or nationality. It also has a highly inefficient balance sheet with c.100% market cap in cross-shareholdings. Mondrian has been engaging with the company to increase its Board independence and unwind cross shareholdings since 2020.

2020 Activities: We abstained from the AGM proposal to elect Mitsuhsisa Kato as a non-independent outside director and wrote to the company explaining that directors designated as outsiders should be independent. We stated that in the future, we would vote against non-independent outside directors until at least 50% of directors are independent. 2020 AGM Item 1.9 – Elect Director Kato, Mitsuhsisa, passed. We continued to engage the company on improving its Board independence, however, no material positive changes have been made since then.

2021 Activities: At a meeting in November, Mondrian discussed the need for a majority independent Board with investor relations. At that point there were only two independent directors (Mr Sumi and Mr Yamanishi). The company acknowledged this governance issue but noted it had not yet concluded if increasing independent directors would be beneficial to management and they have not seen scandals. We reiterated our views on outside directors and how they should be independent.

2022 Activities:

- May: Mondrian met with TICO in Japan, and explained the importance of unwinding cross shareholdings, majority independent boards and board diversity.
- June: Met and reiterated governance points; asked to speak to an independent director. The company explained that for now, there was no precedent to facilitate meetings between an independent director and investors. We also highlighted our concern that executive remuneration was not aligned to share price but based on business performance (mostly operating profit). The company said it would investigate this further.
- June: At the AGM, Mondrian voted against items 2.1 and 2.2 – the election of two directors - due to the excessive cross-shareholdings of those directors. Mondrian also voted against items 2.3 and 2.5 as Yojiro Mizuno is an internal director in a board lacking independence, and Masahiko Maeda is from Toyota Motor which can be seen to exert undue influence on Toyota Industries and is designated a non-independent outsider. These proposals were deemed significant votes, as they were votes against management recommendations, and Items 2.3 and 2.5 were votes against both management and our proxy adviser's recommendation. The four proposals passed.
- August: Met with Koichi Ito, Senior Executive Officer of TICO, along with Investor Relations to further discuss our key corporate governance concerns. TICO continues to be a corporate governance laggard with issues including remuneration not aligned with shareholders, lack of board independence or diversity, and large cross-shareholdings. We discussed our views on these topics and Mr Ito said he would share our thoughts with top management. The conversation was amicable and laid the groundwork for future engagement even though most of their responses were limited. There remains significant potential upside in the potential event of material improvement in these governance areas. Additionally, we discussed the recent AGM and our proxy advisor's voting recommendations, noting that ISS recommends voting against top management of companies with greater than 20% net assets in cross shareholdings and Japanese companies with no female directors.

2023 Activities:

- March: During a meeting with IR, Mondrian again raised our governance concerns related to Board independence. Additionally, we asked again to speak to the company President or Chairman.
- May: Mondrian met with Koichi Ito (incoming President) and IR at TICO's offices in Japan. Mr Ito noted that his top two priorities are 1) ensuring that the business is well placed to benefit from electrification and automation trends and 2) corporate governance improvements. During the meeting we spoke at length about governance, cross-shareholding, and board structure. He seemed quite receptive to many of our concerns and suggestions. He mentioned that he is not a TICO lifer and studied Economics at university so agrees with our assessment on many areas. However, Mr Ito did request patience in implementing reform given the conservative nature of TICO.
- June: At the 2023 AGM Mondrian voted against the proposals to elect several directors and wrote to the company to explain the rationale for our proxy voting decisions. We were not able to support the election of Mr Toyoda, Mr Onishi, Mr Ito, Mr Kumakura or Mr Tomozoe given ongoing concerns in five key areas where we were still disappointed with progress to date. This was further exacerbated by the recent quality control issues in both the US and Japan.
 - 1) Lack of board independence or diversity, including by nationality.
 - 2) Lack of alignment between management remuneration and long-term shareholder interests (e.g., we cannot see any component of remuneration linked to total shareholder return or ROE (return on

equity)/ROIC (return on invested capital); while targets based on absolute operating profit can incentivize M&A even if value destructive).

- 3) Excessive group cross-shareholdings (worth more than total market cap) and inefficient balance sheet structure.
- 4) Potential conflicts of interests with Toyota Motor (relevant for Mr Kumakura especially).
- 5) Lack of proactivity in shareholder returns, including relative to other major Toyota Group companies which have been active in share buybacks. We have discussed our views on the unnecessary dividend cut in FY20 in previous correspondence and would like to see a commitment to sustainable dividend growth.

We noted that we were encouraged by the meeting with Mr Ito and hoped to see developments in the above areas in the coming years.

With respect to Mr Kazunari, he is Purchasing Director for Toyota Motor, which is a key customer contributing c.13% TICO revenue, creating a conflict of interest. Toyota Motor also owns c.25% of TICO shares. Toyota Motor can exert undue influence and there is a risk that TICO is run in the interests of Toyota Motor and the Toyota group rather than minority shareholders in TICO. This risk is reflected in TICO trading at a market cap lower than the value of its own cross-shareholdings. These proposals have been deemed significant votes, as they are votes against management recommendations, and Item 1.6 is a vote against both management and our proxy adviser's recommendation. All four items passed. We continued to monitor and engage Toyota Industries for changes in its governance practices. The stock performed well in Q2 (+29%) as investors began to anticipate future governance improvements, but changes to date have been limited.

2024 Activities:

- May: Mondrian met with Mr. Ito at the company's headquarters in Japan. We were the first investors to meet with him in 2023 when he was about to take reign, and he had challenged us to "come back next year" to assess progress. At this meeting we also encouraged Mr Ito to travel outside of Japan to meet investors. He will now be visiting our office in London in August as part of what we understand to be the company's first ever management overseas trip to meet investors. We believe this increased dialogue between management and investors should be a meaningful positive step. Since then, TICO has made good progress (albeit from a low base). It published its first ever capital allocation plan, agreed to reduce some cross shareholdings and decided to significantly increase shareholder pay-out through a ¥180bn p.a. SBB for three years. While progress on capital allocation has been positive, we continued to encourage a majority independent board.
- June: We continued our escalation of this engagement for change in 2024 by voting against director elections and continuing discussions with the company.

2025 Activities:

- A proposal for the privatization of TICO by the Toyota Group (through Toyota Fudosan) was announced in June 2025, with completion now expected in February 2026. This transaction has raised governance and minority shareholder protection concerns given the potential conflicts of interest within the Toyota Group's structure. Much of our engagements with TICO in 2025 pertained to the privatization, including two letters to the company outlining our concerns with the tender offer proposal and multiple meetings, including with the Chairman of the Special Committee charged with assessing the tender offer. Alongside this, we continued to encourage governance improvements and escalated this via our AGM proxy votes.

2025 AGM

- Item 1.1: Elect Director Terashi, Shigeki
 - Proponent: Management
 - Management Vote Recommendation: For
 - Mondrian Vote Instruction: Against
 - Mondrian Vote Rationale: The nominee could not be supported because top management is responsible for the company's unfavorable ROE performance.
- Item 1.2: Elect Director Ito, Koichi
 - Proponent: Management
 - Management Vote Recommendation: For
 - Mondrian Vote Instruction: For
 - Mondrian Vote Rationale: Mr Ito has been a relatively shareholder friendly presence at Toyota Industries, including some progress on capital allocation and shareholder dialogue.
- Item 1.3: Elect Director Onishi, Akira
 - Proponent: Management
 - Management Vote Recommendation: For
 - Mondrian Vote Instruction: Against

- Mondrian Vote Rationale: Mr Onishi was previously President during a period in which Toyota Industries had emissions testing issues. We also felt the company could have done much more to maximize shareholder value during his tenure.
- Item 1.4: Elect Director Sumi, Shuzo
 - Proponent: Management
 - Management Vote Recommendation: For
 - Mondrian Vote Instruction: Against
 - Mondrian Vote Rationale: The director was involved in the Special Committee which came up with an indefensibly low range of valuations for the company. The committee chose not to use the obvious sum-of-the-parts approach to value a business with approximately 4.2trY in cross-shareholdings for which a market price is readily available. Instead, it focused on the market price average method. For a company suffering from governance issues and which has consistently failed to focus on maximizing corporate value, the market price is consistently and significantly discounted from its intrinsic value.
- Item 1.5: Elect Director Handa, Junichi
 - Proponent: Management
 - Management Vote Recommendation: For
 - Mondrian Vote Instruction: Against
 - Mondrian Vote Rationale: The director was involved in the Special Committee which came up with an indefensibly low range of valuations for the company. The committee chose not to use the obvious sum-of-the-parts approach to value a business with approximately 4.2trY in cross-shareholdings for which a market price is readily available. Instead, it focused on the market price average method. For a company suffering from governance issues and which has consistently failed to focus on maximizing corporate value, the market price is consistently and significantly discounted from its intrinsic value.
- Item 1.6: Elect Director Kumakura, Kazunari
 - Proponent: Management
 - Management Vote Recommendation: For
 - Mondrian Vote Instruction: Against
 - Mondrian Vote Rationale: Inside director in a board lacking majority independence at a crucial time for the company with a buyout bid. We would prefer a majority independent board to help ensure that the board focuses on identifying the best option for maximizing shareholder value.
- Item 1.7: Elect Director Shimizu, Tokiko
 - Proponent: Management
 - Management Vote Recommendation: For
 - Mondrian Vote Instruction: Against
 - Mondrian Vote Rationale: The director was involved in the Special Committee which came up with an indefensibly low range of valuations for the company. The committee chose not to use the obvious sum-of-the-parts approach to value a business with approximately 4.2trY in cross-shareholdings for which a market price is readily available. Instead, it focused on the market price average method. For a company suffering from governance issues and which has consistently failed to focus on maximizing corporate value, the market price is consistently and significantly discounted from its intrinsic value.
- Item 4: Amend Articles to Add Provision Concerning Measures to Realize Management with Cost of Capital and Share Price Considered
 - Proponent: Shareholder
 - Management Vote Recommendation: Against
 - Mondrian Vote Instruction: For
 - Mondrian Vote Rationale: Toyota Industries management has consistently failed to focus on maximizing corporate value, as reflected in its hugely bloated balance sheet with excessive cross-shareholdings. In addition, the board accepted a shockingly low tender offer below any reasonable estimate of fair value, with no evidence of due process to protect minority shareholders. As such, we feel that mandating a focus on realizing management with cost of capital and share price considered would be a positive step and in this case potentially a necessary one.
- Item 5: Amend Articles to Require Majority Outsider Board
 - Proponent: Shareholder
 - Management Vote Recommendation: Against
 - Mondrian Vote Instruction: For
 - Mondrian Vote Rationale: We think a majority independent board would do more to maximize shareholder value. This is particularly critical now with a buyout bid rumored and with the board having an important role in ensuring that all potential options for maximizing shareholder value are considered in a fair and equal manner.

- Significant Vote Rationale: These proposals have been deemed significant votes, as Items 1.1 and 1.3-1.7 were votes against management, Item 1.2 was a vote against our proxy adviser recommendation, and Items 4 and 5 were votes against both management and our proxy adviser's recommendation.
- Outcome:
 - Item 1.1: Elect Director Terashi, Shigeki, passed
 - Item 1.2: Elect Director Ito, Koichi, passed
 - Item 1.3: Elect Director Onishi, Akira, passed
 - Item 1.4: Elect Director Sumi, Shuzo, passed
 - Item 1.5: Elect Director Handa, Junichi, passed
 - Item 1.6: Elect Director Kumakura, Kazunari, passed
 - Item 1.7: Elect Director Shimizu, Tokiko, passed
 - Item 4: Amend Articles to Add Provision Concerning Measures to Realize Management with Cost of Capital and Share Price Considered, did not pass
 - Item 5: Amend Articles to Require Majority Outsider Board, did not pass

Kia Corp.

Vote Example Type: Vote Against Management Recommendation, Vote Against Proxy Adviser Recommendation

Topic: Governance

Background: Kia is a global automotive manufacturer focused on producing a diverse range of vehicles, including internal combustion engine models, hybrids, and fully electric vehicles, with a strong emphasis on expanding its electric vehicle (EV) lineup and purpose-built vehicles (PBVs).

Significant Vote Rationale: This proposal has been deemed a significant vote, as it is a vote against management and our proxy adviser's recommendation.

2025 AGM Proposal(s) and Activity

- Item 2: Amend Articles of Incorporation
 - Proponent: Management
 - Management Recommendation: For
 - Mondrian Vote Instruction: Against
 - Mondrian Vote Rationale: Kia's core business is auto manufacturing which we do not wish the company to deviate from in unrelated activities such as real estate development. In particular the group has been involved in controversial activity related to real estate development in the past when it materially overpaid for a plot of land purchased from SOE KEPCO.

Outcome:

- Item 2: Amend Articles of Incorporation, passed

Prologis

Vote Example Type: Vote Against Management Recommendation, Vote for Shareholder Proposal

Topic: Governance

Background: Prologis is a US-based real estate company that owns, manages, and develops warehouse and distribution facilities.

Significant Vote Rationale: This proposal has been deemed a significant vote as it is a vote against management's recommendation.

2025 AGM Proposal(s) and Activity

- Item 4 - Reduce Ownership Threshold for Shareholders to Call Special Meeting
 - Proponent: Shareholder
 - Management Vote Recommendation: Against
 - Mondrian Vote Instruction: For
 - Mondrian Vote Rationale: We believe that the shareholder proposal to reduce the ownership percentage required to call a special meeting from 20% to 10% would improve shareholder rights.

Outcome:

- Item 4 - Reduce Ownership Threshold for Shareholders to Call Special Meeting, did not pass.

The Charles Schwab Corporation

Vote Example Type: Vote Against Management Recommendation, Vote For Shareholder Proposal

Topic: Governance

Background: The Charles Schwab Corporation is an American savings and loan holding company that, through its subsidiaries, provides wealth management and financial services including securities brokerage, investment advisory, banking, asset management, custody, and financial advisory services.

Significant Vote Rationale: This proposal has been deemed a significant vote as it is a vote against management's and our proxy adviser's recommendation.

2025 AGM Proposal(s) and Activity

- Item 4: Declassify the Board of Directors
 - Proponent: Shareholder
 - Management Vote Recommendation: Against
 - Mondrian Vote Instruction: For
 - Mondrian Vote Rationale: We support this shareholder proposal to allow each director to be subject to election each year. The current Schwab system of staggered voting means only some directors are up for election each year (5 out of 15 in 2025). We note that: 1) annual director elections are widely viewed as corporate governance best practice and is adopted by 90% of S&P 500; 2) the current system provides an antitakeover defense; 3) annual elections enhance accountability of directors to shareholders; 4) the proposal would allow shareholders to send a timely and targeted message about a particular director/committee; and 5) the same proposal very nearly passed in 2022, where it received 78.5% support vs. 80% needed.

Outcome:

- Item 4: Declassify the Board of Directors, passed.

Kao Corporation

Vote Example Type: Vote Against Management, Vote Against Proxy Adviser Recommendation, Vote Against Shareholder Proposal, Vote For Shareholder Proposal, Escalation

Topic: Governance

Background: Kao Corporation is a Japanese consumer goods and chemicals company that manufactures and markets personal care, beauty, fabric care, and household products under well-known brands across Asia, Europe, and the Americas.

Significant Vote Rationale: This proposal has been deemed a significant vote as it is a vote against our proxy adviser's recommendation.

2025 AGM Proposal(s) and Activity

- Item 2.1: Elect Director Hasebe, Yoshihiro
 - Proponent: Management
 - Management Vote Recommendation: For
 - Mondrian Vote Instruction: Against
 - Mondrian Vote Rationale: We consider that operational progress since the appointment of President Mr. Hasebe in 2021 has been slower than anticipated, given Kao's market position and brand strength. In particular, the company's response to input cost volatility and evolving competitive dynamics has weighed on revenue momentum and profitability relative to expectations. Our vote against his re-election reflects an intention to provide constructive feedback and to encourage greater urgency in the execution and delivery of stated strategic objectives.
- Item 2.2: Elect Director Negoro, Masakazu
 - Proponent: Management
 - Management Vote Recommendation: For
 - Mondrian Vote Instruction: Against
 - Mondrian Vote Rationale: We consider that operational progress since the appointment of Senior Managing Executive Officer and Head of Finance Mr. Negoro in 2023 has been slower than anticipated, given Kao's market position and brand strength. In particular, the company's response to input cost volatility and evolving competitive dynamics has weighed on revenue momentum and profitability relative to expectations. Our vote against his re-election reflects an intention to provide constructive feedback and to encourage greater urgency in the execution and delivery of stated strategic objectives.
- Item 4.1: Appoint Shareholder Director Nominee Yannis Skoufalos
 - Proponent: Shareholder

- Management Vote Recommendation: Against
- Mondrian Vote Instruction: Against
- Mondrian Vote Rationale: Mondrian believes that Kao's current slate of directors have materially improved and are majority independent. While we have engaged directly with Kao on this, most recently in February 2025, and expressed support for the continuous improvement of the board's capabilities, we are concerned that the addition of five new outside directors, bringing the total number of members of an already majority independent board from 9 to 14, could potentially impair the board's effectiveness. Further, we do not necessarily support the vision of Oasis, the proposal proponent, as it could result in an expensive overseas expansion experiment that would shift Kao's focus away from the struggling domestic health and beauty care, cosmetics, and sanitary products areas.
- Item 4.2: Appoint Shareholder Director Nominee Martha Velando
 - Proponent: Shareholder
 - Management Vote Recommendation: Against
 - Mondrian Vote Instruction: Against
 - Mondrian Vote Rationale: Mondrian believes that Kao's current slate of directors have materially improved and are majority independent. While we have engaged directly with Kao on this, most recently in February 2025, and expressed support for the continuous improvement of the board's capabilities, we are concerned that the addition of five new outside directors, bringing the total number of members of an already majority independent board from 9 to 14, could potentially impair the board's effectiveness. Further, we do not necessarily support the vision of Oasis, the proposal proponent, as it could result in an expensive overseas expansion experiment that would shift Kao's focus away from the struggling domestic health and beauty care, cosmetics, and sanitary products areas.
- Item 4.3 Appoint Shareholder Director Nominee Lanchi Venator
 - Proponent: Shareholder
 - Management Vote Recommendation: Against
 - Mondrian Vote Instruction: Against
 - Mondrian Vote Rationale: Mondrian believes that Kao's current slate of directors have materially improved and are majority independent. While we have engaged directly with Kao on this, most recently in February 2025, and expressed support for the continuous improvement of the board's capabilities, we are concerned that the addition of five new outside directors, bringing the total number of members of an already majority independent board from 9 to 14, could potentially impair the board's effectiveness. Further, we do not necessarily support the vision of Oasis, the proposal proponent, as it could result in an expensive overseas expansion experiment that would shift Kao's focus away from the struggling domestic health and beauty care, cosmetics, and sanitary products areas.
- Item 5: Approve Compensation Ceiling for Outside Directors
 - Proponent: Shareholder
 - Management Vote Recommendation: Against
 - Mondrian Vote Instruction: Against
 - Mondrian Vote Rationale: This item pertains to amending the board's compensation ceiling to accommodate the additional directors. As we voted against the election of the additional outside directors, support for Item 5 is unnecessary.
- Item 6: Approve Restricted Stock Plan for Outside Directors
 - Proponent: Shareholder
 - Management Vote Recommendation: Against
 - Mondrian Vote Instruction: For
 - Mondrian Vote Rationale: We view this proposal as a constructive governance enhancement and improvement to the alignment of interests between long-term shareholders and management.
- Item 7: Approve Performance Share Plan and Restricted Stock Plan
 - Proponent: Shareholder
 - Management Vote Recommendation: Against
 - Mondrian Vote Instruction: For
 - Mondrian Vote Rationale: We view this proposal as a constructive governance enhancement and improvement to the alignment of interests between long-term shareholders and management.

Mondrian informed Kao of votes placed against management recommendations, noting our long-standing relationship and past opportunities to engage with senior management. We highlighted our long-term support of Kao's EVA-centric management approach and its focus on long-term shareholder value, welcoming the ROIC-based capital allocation discipline outlined in the K27 mid-term plan.

While we were encouraged to see early signs of operational recovery in 2024, we felt that Kao's post-COVID performance has fallen short of expectations, as the year-end the Group's operating profit remains materially below pre-pandemic levels, both in absolute terms and margin, with only a moderate recovery expected in 2025. This has resulted in disappointing returns for Kao's long-term shareholders, lagging both the broader market benchmark and its international peer group. The K27 mid-term plan sets a target to return to the operating profit levels achieved in 2019 by 2027. In our view, such an extended timeline is not a fair reflection of the strength of Kao's brand portfolio and calls into question execution quality.

During our period of ownership, Kao delivered satisfactory returns and demonstrated defensive characteristics in more challenging market environments. Total shareholder return (measured in USD) compared favorably with its peer group, as represented by the MSCI EAFE Consumer Staples sub-index, reflecting the underlying strength of the business. Our engagement and voting activity should therefore be viewed in the context of constructive stewardship aimed at supporting continued operational improvement and long-term value creation, rather than as a response to structural governance concerns.

Outcome:

- Item 2.1: Elect Director Hasebe, Yoshihiro, passed
- Item 2.2: Elect Director Negoro, Masakazu, passed
- Item 4.1: Appoint Shareholder Director Nominee Yannis Skoufalos, did not pass
- Item 4.2: Appoint Shareholder Director Nominee Martha Velando, did not pass
- Item 4.3 Appoint Shareholder Director Nominee Lanchi Venator, did not pass
- Item 5: Approve Compensation Ceiling for Outside Directors, did not pass
- Item 6: Approve Restricted Stock Plan for Outside Directors, did not pass
- Item 7: Approve Performance Share Plan and Restricted Stock Plan, did not pass

Following the AGM, Mondrian met with Kao's CEO, a Director, and Investor Relations given our feedback and vote rationale. Kao provided its perspective on the issues causing the prolonged delay in business recovery post COVID. While we appreciated the effort, we continued to have concerns over senior management's effectiveness. In May 2025, Mondrian divested our holding given more attractive risk-adjusted return opportunities elsewhere.

Enel Americas SA

Vote Example Type: Vote Against Management Recommendation, Withhold Vote

Topic: Governance

Background: Enel Américas S.A. is one of Latin America's largest electricity companies, headquartered in Santiago, Chile, engaged in the generation, transmission, and distribution of electricity across Argentina, Brazil, Colombia, and other markets in the region. It is a subsidiary of the Italian energy group Enel S.p.A.

Significant Vote Rationale: This proposal has been deemed a significant vote as it is a vote against management's recommendation.

2025 AGM Proposal(s) and Activity

- Item 3.b: Elect Hernan Somerville Senn as Director Nominated by Enel S.p.A
 - Proponent: Management
 - Management Vote Recommendation: For
 - Mondrian Vote Instruction: Withhold
 - Mondrian Vote Rationale: We believe a withhold vote for this non-independent nominee is warranted. The company has disclosed the names of its director nominees; however, the proposed board's independence level fails to meet the growing expectations of institutional investors.
- Item 3.c: Elect Francisco de Borja Acha Besga as Director Nominated by Enel S.p.A
 - Proponent: Management
 - Management Vote Recommendation: For
 - Mondrian Vote Instruction: Withhold
 - Mondrian Vote Rationale: We believe a withhold vote for this non-independent nominee is warranted. The company has disclosed the names of its director nominees; however, the proposed board's independence level fails to meet the growing expectations of institutional investors.

- Item 3.d: Elect Luca Lo Voi as Director Nominated by Enel S.p.A
 - Proponent: Management
 - Management Vote Recommendation: For
 - Mondrian Vote Instruction: Withhold
 - Mondrian Vote Rationale: We believe a withhold vote for this non-independent nominee is warranted. The company has disclosed the names of its director nominees; however, the proposed board's independence level fails to meet the growing expectations of institutional investors.
- Item 3.e: Elect Roberto Deambrogio as Director Nominated by Enel S.p.A
 - Proponent: Management
 - Management Vote Recommendation: For
 - Mondrian Vote Instruction: Withhold
 - Mondrian Vote Rationale: We believe a withhold vote for this non-independent nominee is warranted. The company has disclosed the names of its director nominees; however, the proposed board's independence level fails to meet the growing expectations of institutional investors.
- Item 3.f: Elect Jose Antonio Vargas Lleras as Director Nominated by Enel S.p.A
 - Proponent: Management
 - Management Vote Recommendation: For
 - Mondrian Vote Instruction: Withhold
 - Mondrian Vote Rationale: We believe a withhold vote for this non-independent nominee is warranted. The company has disclosed the names of its director nominees; however, the proposed board's independence level fails to meet the growing expectations of institutional investors.
- Item 3.g: Elect Britaldo Pedrosa Soares as Director Nominated by Enel S.p.A
 - Proponent: Management
 - Management Vote Recommendation: For
 - Mondrian Vote Instruction: Withhold
 - Mondrian Vote Rationale: We believe a withhold vote for this non-independent nominee is warranted. The company has disclosed the names of its director nominees; however, the proposed board's independence level fails to meet the growing expectations of institutional investors.

Outcome:

- Item 3.b: Elect Hernan Somerville Senn as Director Nominated by Enel S.p.A, passed
- Item 3.c: Elect Francisco de Borja Acha Besga as Director Nominated by Enel S.p.A, passed
- Item 3.d: Elect Luca Lo Voi as Director Nominated by Enel S.p.A, passed
- Item 3.e: Elect Roberto Deambrogio as Director Nominated by Enel S.p.A, passed
- Item 3.f: Elect Jose Antonio Vargas Lleras as Director Nominated by Enel S.p.A, passed
- Item 3.g: Elect Britaldo Pedrosa Soares as Director Nominated by Enel S.p.A, passed

Voting Conflicts of Interest

There were no actual voting-related conflicts of interest that arose in 2025.

Please refer to [Policies and Context Disclosure D](#) for further details on how Mondrian approaches and mitigates potential conflicts of interest related to stewardship.

Fixed Income

Mondrian's Fixed Incomes strategies are typically comprised of sovereign and supranational issues, investment grade credit and mortgage-backed securities are also utilized, with allocations varying depending on the strategy and client restrictions. As such, the Global Fixed Income and Currency Team generally does not seek amendments to terms and conditions in bond indentures or contracts, or access to information provided in trust deeds and impairment rights. Also, given our relatively small size compared to our larger fixed income peers, it's not part of our investment model. With respect to reviewing prospectus and transaction documents, when our team reviews bond documents, it is to inform themselves on risks. For example, if a subordinated bank bond is eligible to be converted into equity, what the triggers may be, etc.

Principle 5: Signatories integrate stewardship considerations into their selection and oversight of external managers.

As detailed in the [Policy and Context Disclosure: A](#), Mondrian does not utilize external managers.

Principle 6: Signatories monitor and hold to account stewardship service providers.

As detailed in our [Policy and Context Disclosure: B](#), Mondrian conducts its own investment research, engagement, and for equity securities, makes its own proxy voting decisions. While we do not outsource such investment activities, we do reference external ESG data / research providers and proxy advisers to support our investment process. Mondrian does not use investment consultants or external engagement service providers to support our stewardship goals and objectives.

Proxy Advisor Use and Monitoring

Mondrian contracts with a Proxy Voting Adviser for the provision of voting advice and to facilitate the process of voting proxies. Proxy Voting Advisers commonly produce guidelines for proxy voting (“the Guidelines”) that summarize their approach to voting on commonly occurring issues. Mondrian reviews these Guidelines. If we believe the Guidelines remain consistent with Mondrian’s fiduciary duty and expectations for good corporate governance, Mondrian will adopt the Guidelines as the basis for its own proxy votes.

Mondrian may vote certain issues counter to the Guidelines if, after a thorough review, it determines that a client’s best interests in maximizing risk-adjusted return would be served by such a vote. In situations where the Guidelines do not cover a specific voting issue, Mondrian will vote on such issues in a manner consistent with the spirit of the Guidelines, focusing on risk-adjusted returns and maximizing the value of the underlying company shares.

In 2025 Mondrian re-appointed Institutional Shareholder Services as our primary proxy adviser and continued to complement its recommendations with that of a separate proxy adviser where analysts deemed more guidance was needed.

In considering each motion, the advice provided by the Proxy Voting Adviser is critically assessed for material errors of fact or methodology, particularly where this may impact a voting decision. Where reviews do result in such findings, the portfolio manager may conduct further research, which includes but is not limited to engaging with the company, the Proxy Voting Adviser or reviewing other Proxy Voting advice that may be available to us.

As a result of this engagement, Proxy Voting Advisers may issue updated advice and recommendations. Any material inaccuracies, methodological weakness, potential factual errors, and deficiencies in the Proxy Voting Advisers’ advice will be addressed with them during service reviews and where necessary, escalated to the Committee as part of its performance evaluation.

Important Information

- Views expressed were current as of the date indicated, are subject to change, and may not reflect current views.
- Views should not be considered a recommendation to buy, hold or sell any security and should not be relied on as research or investment advice.
- The information was obtained from sources we believe to be reliable, but its accuracy is not guaranteed, and it may be incomplete or condensed. All information is subject to change without notice.
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