

Stewardship Policy – Shareholder Engagement and Proxy Voting (Effective May 2021)

1. Objective

As a fiduciary investor, GQG Partners LLC (“GQG”) is committed to the stewardship of our clients’ assets. Our core objective is to protect and enhance the long-term value of our investments.

2. Scope

This Stewardship Policy applies to all investments made by GQG on behalf of the accounts it advises or subadvises.

3. Approach

GQG is a fiduciary investor and will leverage engagements and proxy research to mitigate risks across our portfolios, maximize shareholder value and unlock stakeholder value.

3.1 Monitoring

Portfolio holdings are continuously monitored by the primary analyst responsible for researching the stock. Analysts thoroughly cover news flows, press releases, company filings and sell side research available on a name. Analysts participate in quarterly earnings calls and annual shareholder meetings, and occasionally attend investor relations road shows or hold ad hoc conference calls with managements. This research/monitoring may be focused on non-financial aspects and Environmental, Social and Governance (“ESG”) considerations.

We also leverage our third-party ESG service provider, Sustainalytics, in monitoring our holdings. Sustainalytics provides ESG Risk Ratings across our portfolio holdings. If a company’s ESG Risk Rating is significantly downgraded, our investment team will review the cause of such downgrade. In cases where we deem appropriate, we will engage with company management to discuss the issue at hand.

Sustainalytics also identifies companies involved in incidents and events that may pose a business or reputation risk due to the potential impact on stakeholders, the environment or the company’s operations. If a portfolio holding is involved in a controversy, our investment team will review the matter and, where we deem appropriate, will reach out to the company’s management to endeavor to obtain further information regarding the controversy, including



any remediating measures planned by management.

On a periodic basis, GQG will reach out to portfolio companies with surveys around such topics as diversity and inclusion efforts, ESG disclosures, such as the Task Force on Climate-related Financial Disclosures, and steps taken to mitigate climate change.

3.2 Engagement

As a fiduciary to our clients, GQG will engage with company management if it believes such engagement will maximize shareholder value in the long term. In exercising engagement activities, GQG will act in the best interest of its clients.

3.2.1 Engagement Objectives

Our engagement objectives will include the following:

- Board Quality & Effectiveness
- Alignment of Management
- Transparency
- Environmental Risks & Opportunities
- Human Capital Management
- Diversity & Inclusion

Our engagement activities may be carried out via individual engagements, thematic engagement and collaborative engagement.

3.2.2 Individual Engagements

If deemed appropriate, we may engage with individual companies via constructive conversations with representatives of company's board and/or management, writing emails to companies, or attending conferences or roadshows. Our investment team continuously monitors portfolio holdings. If a holding experiences an increase in ESG risk or controversy, where deemed appropriate, the analysts will reach out to management to obtain further information regarding the matter and any remediating measures to be taken by management.

Individual engagements may also supplement our research and monitoring process for potential or current holdings. Analysts may reach out to management to gain additional insight into various topics, including, but not limited to the following:

- Board Structure
- Business strategy and risk management
- Capital Structure
- Environmental Risks
- Remuneration
- Social or Ethical Concerns



The outcomes of such engagement activities will be recorded and tracked in the analysts' research library and will be shared across the investment team when deemed material. Insights gained from these engagements may influence our investment decision-making.

3.2.3 Thematic Engagement

On a periodic basis, we will engage with several companies held in the portfolios on a specific ESG issue. Our thematic engagement generally will be carried out via questionnaires sent to selected companies seeking information and enhanced transparency on certain topics in line with our engagement objectives.

The information received from such thematic engagement will be recorded and shared across the investment team and may be used to inform our investment decisions. Additionally, if the responses to the thematic engagement questionnaires indicates a company's practices are inadequate or falling short relative to peers, it may lead to additional individual engagement by the investment team.

3.2.3 Collaborative Engagement

GQG will join other investors in collaborative engagement initiatives. We feel this collaborative approach, with combined assets under management, can be more influential in effecting change.

With the support of Institutional Shareholder Services ("ISS"), GQG will identify companies that have failed to respect established ESG norms in areas including corruption, human rights, labor rights violations or environmental concerns, and companies facing credible allegations in these areas. An engagement letter or meeting request will be sent to the company and other like-minded asset managers. GQG also may participate in conference calls with companies in collaboration with other investors. Information gained from collaborative engagement activity may lead to additional individual engagement by the investment team.

Collaborative engagement activities will be recorded and the outcomes of such activities will be tracked. Insights gained from collaborative engagements may be shared across the investment team and may be used to inform our investment decisions.

3.3 *Proxy Voting*

Our proxy voting decisions are driven by the best interest of our clients by maximizing value and made in accordance with our Proxy Voting Policy. For more information, please request a copy of GQG's Proxy Voting Policy from clientservices@gqgpartners.com.



3.3.1 Voting

As a signatory of the United Nations Principles for Responsible Investment (“UNPRI”), GQG aims to cast all votes at shareholder meetings held by its portfolio companies when it is deemed to be in the best interest of its shareholders. To augment this process, we use ISS as an additional source of information. While we find ourselves voting in line with ISS on the majority of the proxies, we do not blindly follow their lead and will vote against their recommendations on occasion. Upon request, Clients can take responsibility for voting their own proxies, or can give us written instructions on how to vote their respective shares. We also are able to provide clients quarterly proxy voting reports upon request.

3.3.2 Voting Principles

GQG has chosen to vote in accordance with the UNPRI’s responsible investment principles alongside other UN PRI signatories and other similarly aligned investment managers. We leverage ISS’ Sustainability Policy. Key policy highlights are:

- Board – Board competence, performance – including on ESG topics, and independence
- Compensation – Alignment of pay and performance, presence of problematic compensation practices, shareholder value transfer
- Social & Environmental – Generally support shareholder proposals that request greater transparency on company’s actions to mitigate ESG risks

4. Transparency and Reporting

GQG prepares and produces upon request stewardship reports indicating GQG’s engagement activities. These reports may include the number of individual engagements, topics of engagement, and means of engagement. We also will report on our participation in collaborative engagements, including types of engagement and outcomes of such engagement.

On a quarterly basis, GQG will make available to its clients statistical reports on its proxy voting records. These reports will include the number of proxies voted, the types of meetings/proposals voted on, and the number of times GQG voted against management recommendation.

5. Oversight

Accountability for this Policy lies with the Chief of Staff. This Policy will be reviewed annually. Questions on this Policy may be directed to clientservices@gqgpartners.com.