

# RETIREMENT BENEFITS PLAN IMPLEMENTATION STATEMENT FOR YEAR ENDED 31 JULY 2025

#### Introduction

Under the Occupational Pension Schemes (Investment and Disclosure) (Amendment) Regulations 2019 (Northern Ireland), the Trustees are required to produce an annual Engagement Policy Implementation Statement ("EPIS"). This statement outlines how, and the extent to which, the policies relating to stewardship, voting and engagement as outlined in the Statement of Investment Principles ("SIP") have been followed.

This statement covers the Plan's accounting year to 31 July 2025. In preparing this statement, the Trustees have taken advice from their professional advisers.

This statement details some of the activities taken by the Trustees and the investment managers during the period, including voting statistics, and provides the Trustees' opinion on the stewardship activities over the period.

#### **Policies**

The Trustees' relevant policies regarding stewardship, voting and engagement are outlined in the SIP. The most recent version of the SIP is publicly available being published online and will be updated from time-to-time.

The Trustees have appointed BlackRock as the adviser and Fiduciary Manager ("the Manager") to the Plan. The Trustees delegate the day-to-day investment decisions and asset allocation to the Manager. The Trustees retain responsibility for the strategic investment objective and oversight of the Manager.

During the year to 31 July 2025 the Trustees did not update the SIP, as such the policies contained in the September 2023 SIP are those which are relevant to this Statement, which can be accessed online.

The Trustees note the "Guidance issued by the DWP relating to Reporting on Stewardship and Other Topics through the Statement of Investment Principles and the Implementation Statement" in July 2022. Going forwards, the Trustee plans to develop its policies and build more elements of this guidance and best practice.

## Scope of this statement

The Trustees acknowledge that the extent to which the policies in relation to stewardship, voting and engagement can be applied varies across the portfolio. For example, in general, voting rights are not attached to fixed income securities, while the applicability to the Liability Driven Investment ("LDI") portfolio is limited. Nonetheless, the Trustees and the Manager expect all investment managers to take an active role in the stewardship of investments where relevant.

## Plan activity over the year

The SIP includes the Trustees' policy on Environmental, Social and Governance ("ESG") factors and stewardship. This policy sets out the Trustees' beliefs on ESG and the processes followed by the Trustees in relation to voting rights and stewardship.

The Trustees recognises that the Manager is engaging with the underlying managers to ensure they work to further improve their ESG policies and actions over time. As part of the Trustee's ESG policy, the Manager is required to request the underlying managers' policies and their adherence to them. The Manager reviews the policies of each underlying manager to ensure that these are appropriate.

The Trustees expect the Manager to continue to work with underlying managers in order to ensure those on the weaker side of voting and engagement take action to make improvements. The Manager has acknowledged that all managers have been taking steps to improve both their voting and engagement and "best in class" continues to evolve. The Trustees will be closely monitoring developments over the coming years.

## Voting and Engagement

The Trustees have delegated to the Manager the responsibility of collecting the stewardship and engagement reports of the underlying managers and assessing the suitability. The Trustees also expect the Manager to monitor the underlying manager's activity to ensure compliance and confirm that it remains a suitable investment for the Plan. The Trustees are comfortable that under the governance

structure the responsibility sits with the Manager to communicate with the underlying managers and on a regular basis collect information as required.

The Manager has noted that there is variability between managers in the extent of their engagement and voting policies, with equity managers generally having made more progress than fixed income. This Implementation Statement focuses on the Plan's equities managers. The Manager is growing it's emphasis on fixed income managers to ensure broader coverage across asset classes.

The section below details the investment managers' approach to voting and engagement as well as some examples of significant engagements these managers have made over the 12 months in respect to the funds in which the Plan is invested.

In addition, summary voting statistics in respect of the Plan's equities funds over the year to 30 June 2025 have been included. Voting statistics have been reported over the one-year period to 30 June 2025 as this likely to result in greater coverage across investment managers and therefore also provide greater comparability and consistency going forwards.

### BlackRock:

The Plan has a portion of its Growth assets invested in funds managed by the Manager. Given the Manager's appointment as both the fiduciary manager as well one of the investment managers, the Trustee recognises the importance of ensuring that the Manager's own policies and actions are appropriate for the Plan. The Manager publicises its own policies as well as quarterly updates online (which can be accessed <a href="https://www.blackrock.com/corporate/insights/investment-stewardship">https://www.blackrock.com/corporate/insights/investment-stewardship</a>) which the Trustees have visibility of. This includes details of any changes to policies and also reports at an aggregate level the impact of its voting and engagement. The Trustees are comfortable that the transparency of the Manager in publicising reports and developments online ensures alignment with the interests of the Plan.

Whilst it is important to monitor the activities of the Manager at a high level through this publicly available information, it is also important to monitor the voting and engagement activities undertaken on behalf of the Trustees by the Manager on a more granular level.

With the exception of the BlackRock European Equities fund, BlackRock Factor Equities and BlackRock Thematic Equities, the Plan's BlackRock equities funds are passive (i.e. index) strategies. In respect of passive strategies, there is a wide universe of underlying companies which may number in the hundreds if not thousands. Where strategies are actively managed, investments are typically more concentrated. As such, ownership is more concentrated for actively managed strategies and therefore there will be fewer resolutions in which to vote. In addition, actively managed strategies have the option to sell holdings in companies at its discretion. For these reasons, in the context of passive strategies, it is important that voting and engagement rights are exercised and that this is monitored. Examples of significant votes in respect of the BlackRock holdings are included below. The summary voting statistics below illustrate that the voting rights attached to the underlying investments in these instances have been exercised.

The Manager's approach to voting is described in the table below, along with summary voting statistics for the Manager's equities funds.

BlackRock sees its investment stewardship program, including proxy voting, as part of its fiduciary duty and to enhance the value of clients' assets, using their voice as a shareholder on their clients' behalf to ensure that companies are well led and well managed.

BlackRock does this through engagement with management teams and/or board members on material business issues including environmental, social, and governance matters and, for those clients who have given BlackRock authority, through voting proxies in the best long-term economic interests of its clients.

## Approach to voting

BlackRock's stewardship policies are developed and implemented separately by two independent, specialist teams, BlackRock Investment Stewardship (BIS) and BlackRock Active Investment Stewardship (BAIS). While the two teams operate independently, their general approach is grounded in widely recognised norms of corporate governance and shareholder rights and responsibilities.

BIS is a dedicated function within BlackRock, which is responsible for stewardship activities in relation to clients' assets invested in index equity strategies. Voting decisions are made by members of the BIS team with input from investment colleagues as required, in each case, in accordance with its Global Principles and custom market-specific voting guidelines.

BAIS, established in January 2025, manages BlackRock's stewardship engagement and voting on behalf of clients invested in active strategies globally. Their activities are informed by their Global Engagement and

Voting Guidelines and insights from active investment analysts and portfolio managers, with whom they work closely in engaging companies and voting at shareholder meetings. Index or active, BlackRock's stewardship teams, and all of BlackRock's stewardship efforts across the firm, are focused on making decisions in the best interests of BlackRock's clients. BlackRock stewardship analysts engage with the boards and management of companies in which clients are invested to listen to their perspectives on material business risks and opportunities they are facing to help make more informed voting decisions. Voting at a company's shareholder meeting is a basic right of share ownership and the formal means by which investors express their views on a company's corporate governance and performance. When authorised by clients to vote on their behalf, BlackRock votes to convey support for or concern about a company's approach to delivering financial returns for investors over time. BlackRock contracts primarily with the vote services provider ISS and leverages its online platform to supply research and support voting, record keeping, and reporting processes. BlackRock also use Glass Lewis' research and analysis as an input into their voting process. Whilst BlackRock subscribes to research from the proxy advisory firms, it is just one among many inputs into its vote analysis process, and it does not blindly follow their recommendations on how to vote. BlackRock does not follow any single proxy research firm's voting recommendations. It subscribes to research providers and uses several other inputs in its voting and engagement analysis, including a company's own disclosures, public information and ESG research. In certain markets, BlackRock works with proxy research firms who apply their proxy voting guidelines to filter out routine or non-contentious proposals and refer to us any meetings where additional research and possibly engagement might be required to inform their voting decision. 23rd January 2025 - 0.1% of portfolio value Air Products & A proposal was made to elect management nominee Director, Lisa A Davis. Chemicals (Industrials, BlackRock voted for the proposal understanding this to be in the best interests of shareholders. The vote Gas) was passed. BlackRock Investment Stewardship does not disclose vote intentions in advance of shareholder meetings as they do not see it as their role to influence decisions or proposals. 5th February 2025 - 0.03% of portfolio value A resolution was proposed to elect Director Frank Yoho. **Atmos Energy** BlackRock voted against the proposal as they have been seeking greater climate-related disclosure, Corporation including ISSB aligned reporting and relevant metrics and targets, which would enable investors to better (US Utilities) assess climate-related investment risks and opportunities. The result was the proposal was passed. BlackRock Investment Stewardship does not disclose vote intentions in advance of shareholder meetings as they do not see it as their role to influence decisions or proposals. 5<sup>th</sup> February 2025 – 0.03% of portfolio value A resolution was proposed to elect Director Kelly H Compton. **Atmos Energy** BlackRock voted against the proposal as they have been seeking greater climate-related disclosure, Corporation including ISSB aligned reporting and relevant metrics and targets, which would enable investors to better (US Utilities) assess climate-related investment risks and opportunities. The result was the proposal was passed. BlackRock Investment Stewardship does not disclose vote intentions in advance of shareholder meetings as they do not see it as their role to influence decisions or proposals. 6<sup>th</sup> February 2025 – 0.02% of portfolio value **Tyson Foods** A resolution was proposed to elect Director David J Bronczek. Inc. BlackRock voted against the Director's election due to insufficient progress with respect to sustainability-(US Food related reporting. BlackRock Investment Stewardship does not disclose vote intentions in advance of processing) shareholder meetings as they do not see it as their role to influence decisions or proposals.

The tables below outline the summary voting statistics in respect of the Manager's equities funds over the year to 30 June 2025. Voting statistics have been reported over the one-year period to 30 June 2025 as this likely to result in greater coverage across investment managers and therefore also provide greater comparability and consistency going forward.

		Year to 30 June 2025
BlackRock Europe Equities (Active)	Votable proposals	1,074
	% of resolutions voted	100%
	% of resolutions voted against management	6%
	% of resolutions abstained	0%

BlackRock US		Year to 30 June 2025
Equities Index)	Votable proposals	6,517
(muox)	% of resolutions voted	100%
	% of resolutions voted against management	2%
	% of resolutions abstained	0%
lackRock UK quities		Year to 30 June 2025
Index)	Votable proposals	9,837
•	% of resolutions voted	100%
	% of resolutions voted against management	3%
	% of resolutions abstained	0%
lackRock Asia		Year to 30 June 2025
acific Equities ndex)	Votable proposals	3,148
- ,	% of resolutions voted	100%
	% of resolutions voted against management	9%
	% of resolutions abstained	0%
lackRock Japan		Year to 30 June 2025
quities Index)	Votable proposals	5,802
,	% of resolutions voted	100%
	% of resolutions voted against management	2%
	% of resolutions abstained	0%
Shares S&P 500		Year to 30 June 2025
TF ndex)	Votable proposals	6,697
,	% of resolutions voted	99%
	% of resolutions voted against management	1%
	% of resolutions abstained	0%
lackRock		Year to 30 June 2025
actor Equities Active)	Votable proposals	2,625
,	% of resolutions voted	96%
	% of resolutions voted against management	2%
	% of resolutions abstained	0%
Shares MSCI		
World		Year to 30 June 2025
ndex)	Votable proposals	20,045
	% of resolutions voted	99%
	% of resolutions voted against management	4%
	% of resolutions abstained	0%
Shares S&P inancials		Year to 30 June 2025
	Votable proposals	1,036
	% of resolutions voted	100%
	% of resolutions voted against management	1%
	% of resolutions abstained	0%

## Other investment managers

The approach to voting and engagement of the Plan's other equities managers, Schroders, Wellington and American Century are detailed below. These managers are appointed in relation to the Plan's equity holdings.

### Schroders (Active):

The overriding principle governing Schroders' approach to voting is to act in the best interests of its clients. Schroders' voting policy and guidelines are outlined in its publicly available Environmental, Social and Governance Policy. Schroders evaluates voting issues arising and, where it has the authority to do so, votes on them in line with its fiduciary responsibilities in what it deems to be the interests of its clients. In applying the policy, Schroders considers a range of factors, including the circumstances of each company, performance, governance, strategy, and personnel. It is Schroders' policy to vote all shares at all meetings globally, except where there are onerous restrictions - for example, shareblocking. Schroders utilises the services of ISS and the Investment Association's Institutional Voting Information Services ('IVIS') in conjunction with its own research and policies when formulating voting decisions. Glass Lewis (GL) also act as one of Schroders service providers for the processing of all proxy votes in all markets. GL delivers vote processing through its Internet-based platform Viewpoint. Schroders receives recommendations from GL in line with our own bespoke guidelines, in addition, they receive GL's Benchmark research. This is complemented with analysis by Schroders in house ESG specialists and where appropriate with reference to financial analysts and portfolio managers. With regards to abstaining from votes, Schroders' preference is to support or oppose management and only use **Approach** an abstention sparingly. Schroders may abstain where mitigating circumstances apply, for example where a company has taken some steps to address shareholder issues. For certain holdings of less than 0.5% of share capital in the USA, Australia, New Zealand, Japan, and Hong Kong, Schroders has implemented a custom policy that reflects the views of its ESG policy and is administered by Schroders' proxy voting provider, ISS. Schroders votes on both shareholder and management resolutions. Aligned with Schroders Engagement Blueprint, they have ongoing engagement programmes with emerging market companies on the importance of corporate governance, amongst other topics. Schroders actively vote against individuals on boards that are not making enough progress on the priorities identified in the Engagement Blueprint. Schroders significant vote criteria is broad, it is all votes against management that are considered significant. Schroders may tell the company of the intention to vote against the recommendations of the board before voting, in particular if the fund is a large shareholder or if there is an active engagement on the issue. Schroders always endeavours to inform companies after voting against any of the board's recommendations. July 2024 ~0.10% of portfolio value Issue(s): Governance Mahindra & Mahindra is an Indian automobile manufacturing company headquartered in Mumbai. Mahindra & Mahindra Ltd In July 2024, there was a vote on the election of Ranjan Pant and Haigreve Khaitan as board members, as (Indian well as the re-appointment and approval of remuneration for Anish Shah (Managing Director and CEO) and automotive Rajesh Jejurikar (Whole-time Director). company) Schroders vote was against management due to concerns about independence, as less than 50% of the Non-executive directors could be considered independent, and concerns of "over boarding" due to one or more of the nominees sitting on multiple external boards, potentially impacting their effectiveness in their Issue(s): Governance China Petroleum & China Petroleum & Chemical Corp is a Chinese oil and gas enterprise based in Beijing. It is one of the world's **Chemical Corp** largest oil refining conglomerates and has the second highest revenue in the world. (Chinese refining In June 2024, there was a vote to elect Chairman Ma Yongsheng. Schroders voted against management as conglomerate) they had concerns over multiple topics. Notably, Schroders believed there was insufficient independence on the nomination committee, a lack of gender diversity on the board, and concerns over independent oversight. Less than half of the committee can be considered independent. 27th November 2024 - 0.3% of portfolio value At a Special meeting, a proposal was made to increase the authorized capital in the company. Lojas Renner SA Schroders voted against this as they believed it to provide the potential for excessive dilution in shareholder (Brazil fashion) power and influence. This vote against was in line with Glass Lewis. The result was 73% for and only 27% against. 27<sup>th</sup> November 2024 – 0.3% of portfolio value At a Special meeting, a proposal was made to make change to the Company's Articles of Association, Lojas Renner constitution and Bylaws. (Brazil fashion) Schroders voted against this understanding it to not be in the best interests of shareholders. This vote against was in line with Glass Lewis. The result was 71% for and only 29% against.

PDD holdings (commerce (Temu))	20th December 2024 – 0.6% of portfolio value  At the annual meeting a proposal was made to elect Anthony Kam Ping Leung to the Board of Directors, Schroders voted against the election as the nominee is the Chair of the audit committee, which has failed to put the selection of auditor up for shareholder ratification.  The result was a vote in favor with 97% and only 3% against.
Samsung (South Korean electronics)	14th March 2025 – 3.1% of portfolio value  The proposed resolution was for the Directors' fees. Schroders voted against due to the lack of explanation for the proposed increase.  Schroders voted against the proposal, but the result was that the proposal was passed. The intention to vote against was in line with Glass Lewis' recommendation and against management recommendations.
Abu Dhabi Commercial Bank (Abu Dhabi financials)	27th February 2025 – 0.3% of portfolio value  A proposal was made to appoint an auditor and give the authority to set the fees. Schroders voted against this proposal due to a lack of disclosure. This was against the Glass Lewis recommendation.  The result was 94% for and only 4% against with 2% abstained.
Bank Rakyat (Indonesian bank)	24 <sup>th</sup> March 2025 – 0.5% of portfolio value  A proposal was made for the Directors' fees, bonuses and long-term incentive plans. Schroders voted against as the company has not disclosed how the bonus is determined nor the achievement of performance metrics.  Schroders voted against which was in line with Glass Lewis' recommendation and against the management proposals, but the result was that the proposal was passed.
NARI Technology (Chinese electrical)	23 <sup>rd</sup> January 2025 – 0.6% of portfolio value  Proposal was made to elect Guangsheng Zeng to the Board. Schroders voted against due to insufficient independence on the Board of supervisors. This was with the Glass Lewis recommendation. The vote was passed with negligible resistance.
NARI Technology (Chinese electrical)	23rd January 2025 – 0.6% of portfolio value  Proposal was made to elect Yang Zeng to the Board. Schroders voted against due to insufficient diversity on the board and no separation of Chair and CEO to help independence.  Schroders voted against both Glass Lewis' recommendation and against management by voting against them, but the result was the vote was passed.
First Abu Dhabi Bank (Abu Dhabi financials)	11th March 2025 – 0.4% of portfolio value  Proposal was made to appoint the auditor and give the authority to set fees. Schroders voted against the proposal due to lack of disclosure.  Schroders voted against the proposal which was against the Glass Lewis recommendation to abstain and against management.

Schroders EM Equities		Year to 30 June 2025
	Votable proposals	1,066
	% of resolutions voted	92%
	% of resolutions voted against management	8%
	% of resolutions abstained	0%

## Wellington (Active):

	voting system allows different votes to be submitted for the same security. Various portfolio managers holding the same securities may arrive at different voting conclusions for their clients' proxies.
H&R Block Inc. (American Tax Company)	Issue(s): Governance  H&R Block Inc. is a tax preparation company headquartered in Kansas City, Missouri, United States. It provides tax return preparation services and related financial products to individuals and small businesses in the United States, Canada, and Australia.  On November 6th, 2024, a significant vote took place regarding the election of Victoria J. Reich to the board of directors. The vote was cast against the proposal due to concerns about "over boarding", as the nominee sits on multiple external boards, which could impact her effectiveness in the role. This vote was assessed by Wellington as significant due to the vote against management, the fund's holdings, and the type of resolution. There are potential implications for enhancing company engagement in the future.
Kemira Oyj	March 2025 ~0.02% of portfolio value Issue(s): Governance At the Annual meeting on 20th March 2025, there was an item: 'Accounts and Reports' (Financial Statements). Management recommended For, Glass Lewis recommended For, policy stance was For; Wellington voted For (With Management, With Policy, With Glass Lewis).
Tokyo Ohka Kogyo Co. Ltd	March 2025 ~0.02% of portfolio value Issue(s): Governance At the Annual meeting on 28th March 2025, there was an item: 'Elect Katsumi Omori' (Election of Directors). Management recommended For, Glass Lewis recommended For, policy stance was For; Wellington voted For (With Management, With Policy, With Glass Lewis).
Ashok Leyland Ltd.	March 2025 ~0.03% of portfolio value Issue(s): Governance At the Other meeting on 22nd March 2025, there was an item: 'Related Party Transactions (AML Motors Private Limited - FY 2023-2024)' (Related Party Transactions). Management recommended For, Glass Lewis recommended For, policy stance was For; Wellington voted For (With Management, With Policy, With Glass Lewis).
Acuity Brands, Inc.	January 2025 ~0.03% of portfolio value Issue(s): Governance At the Annual meeting on 22nd January 2025, there was an item: 'Shareholder Proposal Regarding Mandatory Director Resignation Policy' (SHP Regarding Majority Vote for Election of Directors). Management recommended Against, Glass Lewis recommended For, policy stance was Manual; Wellington voted Against (With Management, Manual, Against Glass Lewis). Rationale: Shareholder proposal does not afford management sufficient discretion to set strategy; Not in shareholders' interests; status: Voted.
Cabot Corp.	March 2025 ~0.02% of portfolio value  Issue(s): Governance  At the Annual meeting on 13 <sup>th</sup> March 2025 there was an item: 'Approval of the 2025 Long-Term Incentive Plan' (Adoption of Equity Compensation Plan). Management recommended For, Glass Lewis recommended For, policy stance was For; Wellington voted For (With Management, With Policy, With Glass Lewis).

Wellington Small Cap Equities		Year to 30 June 2025
	Votable proposals	1,439
	% of resolutions voted	99%
	% of resolutions voted against management	5%
	% of resolutions abstained	0%

## Fixed Income:

While fixed income assets do not carry voting rights, the Trustees expect managers to engage issuers and integrate ESG considerations into credit analysis. The Plan's holdings include global corporate bonds, high yield debt, convertibles, and emerging market sovereigns, representing a significant portion of the portfolio.

PGIM Global Corporate Bond Fund	PGIM applies a proprietary ESG rating framework across all securities. Their credit analysts assess environmental and social risks, such as carbon intensity and labour practices, and engage issuers where material concerns arise. PGIM is a signatory to the UN PRI and participates in collaborative initiatives like the Climate Action 100+.
T. Rowe Price Global High Income Bond Fund	T. Rowe Price integrates ESG into its credit research and has engaged issuers on governance and transparency. In 2024, the firm joined a bondholder group advocating for improved disclosure from a Latin American energy issuer.
Lazard Convertible Global Fund	Lazard's stewardship includes ESG screening and issuer engagement. The manager reports regular dialogue with companies on sustainability-linked bond structures and governance practices.

### Engagement with issuers/government bodies

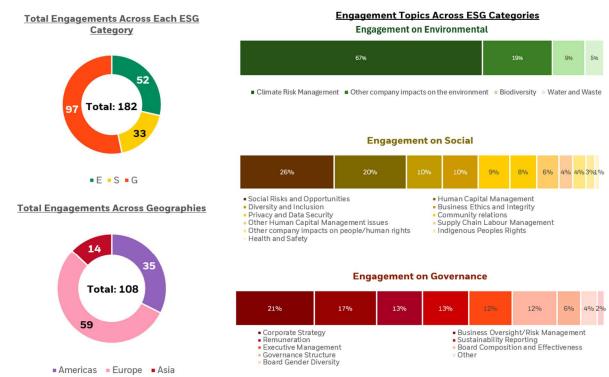
The Plan holds assets in gilts as part of the funding level hedging strategy. BlackRock are the asset manager for these assets and so the Trustees require their engagement on emissions attributable to the Gilts holding. BlackRock engages regularly with regulators, governments and debt management offices on a range of topics. As an important part of their fiduciary duty, the Trustees support their advocating for public policies that they believe are in investors' long term best interests.

Engagement examples from BlackRock over the last year include:

- At the end of February 2025, BlackRock responded to the consultation report on leverage in non-bank financial intermediation issued by the Financial Stability Board
- BlackRock partnered with ICMA and others in the industry to work on a response to the HMT consultation on the potential need for a specific UK green taxonomy.

The illustration below shows the engagement their stewardship team have had with LDI's trading counterparties in the calendar year to 31 December 2024:

## BlackRock's Firm Level Engagement with LDI Counterparties



BlackRock continues to be an active participant and leader in the evolution of the green bond market. An example of Blackrock's involvement on defining the evolving green bond market is its role on the issuance of the inaugural green gilt. BlackRock favorably views the mitigation heavy focused project allocations thus far in UK's green gilt program. BlackRock provided guidance and direction in terms of best practices for impact reporting. In a call with the UK DMO, the UK green gilt impact reporting methodology was discussed, they delved into programs and reporting details for categories like clean transport, energy efficiency, and eligible UK expenditures in Official Development Assistance (ODA)-eligible countries, among others.

### ESG integration in cash investing

In addition to the BlackRock Sustainable Investing baseline screens which are applied broadly across the ICS platform, the BlackRock ICS LEAF fund (in which the Scheme invests) also applies an additional environmentally tilted screen. Issuers of Money Market Fund instruments will be excluded from direct investment if (at the time of investment) they have below average Environmental practices as viewed by MSCI or other external ESG research providers used by the Manager from time to time. This leads to an investment universe reduction of around 300 parent issuers, or a 54% reduction. Tangibly this means LEAF reports a higher E score at a fund level. For instance, the Sterling Liquidity fund reported an MSCI Environmental score of 7.7 as at month end in April 2024 vs Sterling LEAF which recorded an Environmental score of 7.9.

## **Concluding Remarks**

The Trustees are comfortable that the policies in the SIP have been followed over the year to 31 July 2025. The Trustees expect that the format and content will continue to evolve over time, in line with guidance and to reflect any future changes in the SIP.

The Trustees recognise the responsibility that institutional investors have or promote high standards of investment stewardship and will continue to use the influence associated with the Plan's assets in order to positively influence the Plan's investment managers.