

Daniel Thwaites 1959 Pension Scheme Statement of Investment Principles

This Statement of Investment Principles ('SIP') has been prepared by the Trustees of the Daniel Thwaites 1959 Pension Scheme ('the Scheme') to comply with the requirements of the Pensions Act 1995, as amended, and the Occupational Pension Schemes (Investment) Regulations 2005, and the Occupational Pension Schemes (Investment) (Amendment) Regulations 2018, and the Occupational Pension Schemes (Investment) (Amendment) Regulations 2019.

This SIP is effective from September 2023.

Investment Objectives

The Trustees' primary investment objective is to invest the assets of the Scheme in a low-risk manner and maintain a strong funding position.

Allocation of Assets

The Trustees consider the assets of the Scheme to be invested in a portfolio of 'risk-reducing' assets.

The '**risk-reducing**' assets have the objective of providing investment performance which broadly follows the movements in the value of the Scheme's liabilities whilst delivering a small amount of outperformance from high quality credit assets. The Scheme's risk-reducing assets are invested in corporate bonds, gilts and cash.

Risks

The Scheme is exposed to a number of different investment risks. These include risks relating to:

- Funding - i.e., that the Scheme has insufficient assets to cover 100% of the accrued liabilities.
- Mismatching - arising from a difference in the sensitivity of asset and liability values to financial and demographic factors.
- Cash flows - arising from a shortfall of liquid assets relative to the Scheme's immediate liabilities.
- Investment managers - arising from a failure to meet target returns.
- Diversification - an inadequate spread of investments and sources of return
- Covenant - the possibility of failure of the Scheme's sponsor
- Operations - fraud, poor advice or negligence.

The Trustees can reduce their exposure to these risks by careful structuring of their funding and investment management arrangements and through their contracts with the Scheme's investment managers. It also closely monitors these risks and receives formal quarterly reports on funding, cash flows, investment managers (including performance) and diversification.

Operational risk is reduced as far as possible by due diligence on the appointment and review of investment managers and advisers, and by contracts of engagement.

Choosing Investments

XPS Investment has been selected as investment adviser to the Trustees. It operates under an agreement to provide a service which ensures the Trustees are fully briefed to take decisions themselves and to monitor those they delegate.

The Trustees have delegated all day-to-day decisions about the investments that fall within each mandate, including the realisation of investments, to a range of carefully selected and monitored fund managers through written contracts. When choosing investments, the Trustees and the fund managers (to the extent delegated) are required to have regard to the criteria for investment set out in the Occupational Pension Schemes (Investment) Regulations 2005 (regulation 4). The managers' duties also include:

- Taking into account social, environmental or ethical considerations in the selection, retention and realisation of investments.
- Voting and corporate governance in relation to the Scheme's assets.

Details of the appointed managers can be found in a separate document produced by the Trustees entitled 'Summary of Investment Arrangements'.

Direct Investments

The Pensions Act 1995 distinguishes between investments where the management is delegated to a fund manager with a written contract and those where a product is purchased directly, e.g. the purchase of an insurance policy or units in a pooled vehicle. The latter are known as direct investments. Assets directly held by the Trustees, including policies of assurance such as AVCs, will be regularly reviewed to ensure that they continue to be appropriate, and written advice will be obtained from the investment adviser. The Trustees will use the criteria set out in the Occupational Pension Schemes (Investment) Regulations 2005 when selecting direct investments.

Environmental, Social and Governance (ESG) considerations:

The Trustees have received training on ESG factors, and have discussed the extent to which ESG factors, including climate change, should be taken into account in the Scheme's investment strategy. The Trustees' policy towards ESG factors is that they believe that these factors could be financially material for the Scheme over the long term. These factors will be taken into account in the selection, retention, and realisation of assets as follows:

- **Selection:** The Trustees will consider how ESG factors are taken into account in the selection of investments with the Scheme's investment managers. When appointing a new mandate, the Trustees will request that investment managers provide information regarding their ESG credentials. These credentials will then be taken into account alongside other factors in the decision as to whether to appoint each manager. The Trustees will also require any new investment manager to be a signatory to the United Nations supported Principles for Responsible Investment (PRI). At the time of writing, the Scheme's investment managers are all PRI signatories.
- **Retention:** The Trustees will request information regarding the ESG practices of the Scheme's investment.
- **Realisation:** The Trustees will consider how ESG factors are taken into account in the realisation of investments with the Scheme's investment managers.

Policy for monitoring ESG policy:

The Trustees will arrange for further training on ESG factors to be provided as research and regulatory requirements around the factors develop.

The Trustees will request information annually from the Scheme's investment managers about how they have integrated ESG into their investment process. This should include information on how investments have been selected or realised for ESG purposes.

Stewardship

Stewardship encompasses the exercise of rights (including voting rights) attaching to the Scheme's investments, and the engagement by and with investment managers and other stakeholders (which may include issuers of debt or equity, corporate management, regulators and governance bodies) on all relevant matters. This includes on ESG, performance, capital structure and conflicts of interest.

The Trustees delegate responsibility for stewardship activities attaching to the Scheme's investments to its investment managers. Investment managers are expected to exercise voting powers with the objective of preserving and enhancing long-term shareholder value. In addition to the exercise of voting rights, investment managers are expected to engage with key stakeholders (which may include issuers of debt or equity, corporate management, regulators and governance bodies) relating to their investments in order to improve corporate behaviours and governance, improve performance and social and environmental impact and to mitigate financial risks.

The Trustees also engage with their investment adviser to monitor manager performance and ESG and Stewardship activities.

The Trustees are supportive of the UK Stewardship Code published by the Financial Reporting Council and expects the Scheme's investment managers to have corporate governance policies in place which comply with these principles.

In order to ensure sufficient oversight of the engagement and voting practices of their managers, the Trustees may periodically meet with their investment managers to discuss engagement which has taken place. The Trustees will also expect their investment adviser to engage with the managers from time to time as needed and report back to the Trustees on the stewardship credentials of their managers. The Trustees will then discuss the findings with the investment adviser, in the context of their own preferences, where relevant. This will include considering whether the manager is a signatory to the UK Stewardship Code. The Trustees recognise the Code as an indication of a manager's compliance with best practice stewardship standards.

The Trustees expect all investment managers to have a conflict of interest policy in relation to their engagement and ongoing operations. In doing so the Trustees believe they have managed the potential for conflicts of interest in the appointment of the investment manager and conflicts of interest between the Trustees/investment manager and the investee companies.

Non-financial factors

The Trustees do not take into account individual members' and beneficiaries' views, including in relation to ethical matters, social and environmental impact and present and future quality of life (referred to in the Regulations as "non-financial factors"), in the selection, retention and realisation of investments.

Manager arrangements

The Trustees monitor the performance of their investment managers over the medium to long term periods that are predetermined and consistent with the Trustees' investment aims, beliefs and constraints. The Scheme invests exclusively in pooled funds.

The Trustees also assess the ESG and Stewardship activities of their managers and engage with managers and their investment advisers if this is not in line with the Trustees' expectations.

A manager can be replaced if they do not meet the Trustees' objectives in terms of performance and/or stewardship over the period of investment. This incentivises the manager to communicate and meet the objectives set.

The investment manager is remunerated by the Trustees based on the assets they manage on behalf of the Trustees. As the funds grow, due to successful investment by the investment manager, they receive more and as values fall, they receive less. Details of the fee structures for the Scheme's investment managers are contained in the Summary of Investment Arrangements.

The Trustees believe that this fee structure enables the investment manager to focus on long-term performance without worrying about short term dips in performance significantly affecting their revenue.

The Trustees acknowledge that a fall in the value of the gilt portfolio, in line with a fall in the value of the liabilities, would reduce the remuneration paid to the manager. However, the fees paid on the gilt funds are low.

The Trustees liaise with their investment adviser to assess if the asset management fee is in line with the market when the manager is selected, and the appropriateness of the annual management charges are considered every three years as part of the review of the Statement of Investment Principles.

The Trustees acknowledge that portfolio turnover costs can impact on the performance their investments. Overall performance is assessed as part of the regular investment monitoring process.

During the investment manager appointment process, the Trustees consider both past and anticipated portfolio turnover levels. When underperformance is identified deviations from the expected level of turnover may be investigated with investment manager concerned if it is felt they may have been a significant contributor to the underperformance. Assessments reflect the market conditions and peer group practices.

Custody and Accounting

Investment in pooled funds gives the Trustees a right to the cash value of the units rather than to underlying assets. The managers of the pooled fund are responsible for the appointment and monitoring of the custodian of the fund's assets.

The custodians are independent of the Employer.

Review of the Statement of Investment Principles

This SIP will be reviewed at least every three years or immediately following a change of investment policy. Written advice on any changes will be taken from the investment adviser and the employer will also be consulted.

Adopted by the Trustees of the Daniel Thwaites 1959 Pension Scheme in September 2023.

Daniel Thwaites 1959 Pension Scheme Summary of Investment Arrangements

The Statement of Investment Principles ('SIP') of the Daniel Thwaites 1959 Pension Scheme ('the Scheme') sets out the guiding principles upon which the Scheme's investments are based. The purpose of the present document is to provide details of the specific investments in place.

Investments

As at September 2023, the professional investment managers and their respective objectives are as follows:

Manager	Asset Class	Target Allocation	Control Range	Annual Management Charge	Objective
M&G Investments	Corporate bonds	20.0%	+/-5.0%	Fixed base fee of 0.30% p.a. on AUM.	Outperform the iBoxx Non-Gilts All Stocks Index by 0.50% p.a. over 3 year rolling period net of fees.
Columbia Threadneedle	Gilts	77.5%	+/-7.5%	Tiered base fee on the Assets Under Management ('AUM') of 0.28% p.a. on the first £15.0m, 0.24% p.a. on the next £30.0m and 0.20% p.a. thereafter. No performance fee	Provide a hedge against fixed and real liabilities.
Columbia Threadneedle	Global Low Duration Credit	2.5%	+/-2.5%	0.125% p.a.	Provide a total return commensurate with investment in low duration non-government bonds.

Cash Balances

A working balance of cash is held for imminent payment of benefits, expenses, etc. Under normal circumstances it is not the Trustees' intention to hold a significant cash balance, which is carefully monitored by the Scheme's administrator.

Re-balancing arrangements

In order to ensure the assets are re-balanced in line with the Asset Allocation Strategy, the Trustees review the balance of the assets periodically, following which appropriate corrective action can be taken.

Additional Voluntary Contributions

Some members obtain further benefits by paying AVC's to the Scheme. The liabilities in respect of these AVC 's are equal to the value of the investments bought by the contributions. The Trustees have made available the option to members to pay AVC's and are invested on behalf of the members by:

- Phoenix Life Association Limited
- Utmost Life and Pensions
- Aegon (formerly Scottish Equitable plc)

From time to time the Trustees review the choice of investments available to members to ensure that they remain appropriate to the members' needs.