George Barker & Company (Leeds) Limited Retirement and Death Benefits Scheme

Statement of Investment Principles

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Introduction 1

- This is the Statement of Investment Principles prepared by the Trustees of the George Barker and Company (Leeds) Limited Retirement and Death Benefits Scheme (the Scheme). This statement sets down the principles which govern the decisions about investments that enable the Scheme to meet the requirements of:
 - the Pensions Act 1995, as amended by the Pensions Act 2004;
 - the Occupational Pension Schemes (Investment) Regulations 2005 as amended by the Occupational Pension Schemes (Investment) (Amendment) Regulations 2010;
 - the Occupational Pension Schemes (Charges and Governance) Regulations 2015 and incorporates changes as required by The Pension Protection Fund (Pensionable Service);
 - the Occupational Pension Schemes (Investment and Disclosure) (Amendment and Modification) Regulations 2018; and
 - the Occupational Pension Schemes (Investment and Disclosure) (Amendment) Regulations 2019.
- 1.2. In preparing this statement the Trustees have consulted Epta George Barker Limited, the Principal Employer, and obtained advice from Barnett Waddingham LLP, the Trustees' investment consultants. Barnett Waddingham is authorised and regulated by the Financial Conduct Authority.
- This statement has been prepared with regard to the 2001 Myners review of institutional investment 1.3. (including subsequent updates), and Scheme Funding legislation.
- 1.4. The Trustees will review this statement at least every three years or if there is a significant change in any of the areas covered by the statement.
- 1.5. The investment powers of the Trustees are set out in Clause 13.10 of the Definitive Trust Deed & Rules, dated 21 May 2008. This statement is consistent with those powers.

2. **Choosing investments**

- The Trustees' policy is to set the overall investment target and then monitor the performance of their managers against that target. In doing so, the Trustees consider the advice of their professional advisers, who they consider to be suitably qualified and experienced for this role.
- 2.2. The day-to-day management of the Scheme's assets is delegated to one or more investment managers. The Scheme's investment managers are detailed in Appendix 1 of this Statement. The investment managers are authorised and regulated by the Financial Conduct Authority, and are responsible for stock selection and the exercise of voting rights.
- The Trustees review the appropriateness of the Scheme's investment strategy on an ongoing basis. This review includes consideration of the continued competence of the investment managers with respect to performance within any guidelines set. The Trustees will also consult the employer before amending the investment strategy.

3. Investment objectives

- The Trustees have discussed key investment objectives in light of an analysis of the Scheme's liability profile as well as the constraints the Trustees face in achieving these objectives. As a result, the Trustees' main investment objectives are:
 - to ensure that the Scheme can meet the members' entitlements under the Trust Deed and Rules as they fall due:
 - to achieve a long-term positive real return;
 - to manage the expected volatility of the returns achieved in order to control the level of volatility in the Scheme's required contribution levels;
 - to invest in assets of appropriate liquidity which will generate income and capital growth to meet, together with new contributions from the employer, the cost of current benefits which the Scheme provides;
 - to reduce the risk of the assets failing to meet the liabilities over the long term;
 - to minimise the long-term costs of the Scheme by maximising the return on the assets whilst having regard to the above objectives.
- 3.2. The Trustees are aware of the relationship that exists between the particular investment portfolio that is held and the level of funding of the Scheme's liabilities. The Trustees have obtained exposure to investments that they expect will meet the Scheme's objectives as best as possible.

Kinds of investments to be held

- The Scheme is permitted to invest in a wide range of assets including equities, bonds, cash, property and 4.1. alternatives.
- 4.2. The Trustees monitor from time-to-time the employer-related investment content of their portfolio as a whole and will take steps to alter this should they discover this to be more than 5% of the portfolio. Typically this check is carried out annually by the Scheme's auditors.

5. The balance between different kinds of investments

- The Scheme invests in assets that are expected to achieve the Scheme's objectives. The allocation between different asset classes is contained within Appendix 1 of this Statement.
- 5.2. The Trustees consider the merits of both active and passive management for the various elements of the portfolio and may select different approaches for different asset classes. The current arrangements are set out in the Appendix to this Statement.
- 5.3. From time to time the Scheme may hold cash and therefore deviate from its strategic or tactical asset allocation in order to accommodate any short-term cashflow requirements or any other unexpected items.
- 5.4. The Trustees are aware that the appropriate balance between different kinds of investments will vary over time and therefore the Scheme's asset allocation will be expected to change as the Scheme's liability profile matures.

6. Risks

6.1. The Trustees have considered the following risks for the Scheme with regard to its investment policy and the Scheme's liabilities, and considered ways of managing/monitoring these risks:

Risk versus the liabilities	The Trustees will monitor and review the investment strategy with respect to the liabilities in conjunction with each actuarial valuation. The investment strategy will be set with consideration to the appropriate level of risk required for the funding strategy as set out in the Scheme's Statement of Funding Principles.
Covenant risk	The creditworthiness of the employer and the size of the pension liability relative to the employer's earnings are monitored on a regular basis. The appropriate level of investment risk is considered with reference to the strength of the employer covenant.
Solvency and mismatching	This risk is addressed through the asset allocation strategy and ongoing triennial actuarial valuations. The Trustees are aware that the asset allocation required to minimise the volatility of the solvency position may be different from that which would minimise the volatility on the Scheme's funding basis.
Asset allocation risk	The asset allocation is detailed in Appendix 1 of this Statement and is monitored on a regular basis by the Trustees.
Investment manager risk	The Trustees monitor the performance of each of the Scheme's investment managers on a regular basis in addition to having meetings with each manager from time to time as necessary, usually on an annual basis. The Trustees have a written agreement with each investment manager, which contains a number of restrictions on how each investment manager may operate.
Governance risk	Each asset manager is expected to undertake good stewardship and positive engagement in relation to the assets held. The Trustees will monitor these behaviours and report on the managers' practices in their annual Implementation Statement.
ESG/ climate risk	The Trustees will consider long-term financial risks to the Scheme, including Environmental, Social and Governance ("ESG") factors and climate risk when making investment decisions. This is covered in more detail in Appendix 2.
Concentration risk	Where appropriate, each investment manager is expected to manage broadly diversified portfolios and to spread assets across a number of individual shares and securities.
Liquidity risk	The Scheme invests in assets such that there is a sufficient allocation to liquid investments that can be converted into cash at short notice given the Scheme's cashflow requirements. The Scheme's administrators assess the level of cash held in order to limit the impact of the cashflow requirements on the investment policy.
Currency risk	The Scheme's liabilities are denominated in sterling. The Scheme may gain exposure to overseas currencies by investing in assets that are denominated in a foreign currency or via currency management.
Loss of investment	The risk of loss of investment by each investment manager and custodian is assessed by the Trustees. This includes losses beyond those caused by market movements (e.g. default risk, operational errors or fraud). The Trustees undertake an annual review of the internal controls and processes of each of the investment managers.

Expected return on investments

- 7.1. The Trustees have regard to the relative investment return and risk that each asset class is expected to provide. The Trustees are advised by their professional advisors on these matters, who they deem to be appropriately qualified experts. However, the day-to-day selection of investments is delegated to the investment managers.
- The Trustees recognise the need to distinguish between nominal and real returns and to make appropriate allowance for inflation when making decisions and comparisons.
- 7.3. In considering the expected return from investments, the Trustees recognise that different asset classes have different long-term expected returns and expected volatilities relative to the liabilities.
- 7.4. Having established the investment strategy, the Trustees monitor the performance of each investment manager against an agreed benchmark as frequently as appropriate according to market conditions and the Scheme's funding position. The Trustees meet the Scheme's investment managers as frequently as is appropriate in order to review performance.

Realisation of investments 8

- 8.1. The Trustees have delegated the responsibility for buying and selling investments to the investment managers. The Trustees have considered the risk of liquidity as referred to above.
- 8.2. Ultimately, the investments will all have to be sold when the Scheme's life comes to an end. In this situation, the Trustees are aware of the fact that the realisable value of some investments, were there to be a forced sale, might be lower than the market value shown in the Scheme accounts.
- Financially material considerations, non-financially 9. material considerations, the exercise of voting rights and engagement activities
- The Trustees have set policies in relation to these matters, which are set out in Appendix 2. 9.1.

10. Policy on arrangements with asset managers

Incentivising alignment with the Trustees' investment polices

- 10.1. Prior to appointing an investment manager, the Trustee discusses the investment manager's approach to the management of ESG and climate related risks with the Scheme's investment consultant, and how their policies are aligned with the Trustees' own investment beliefs.
- 10.2. The Trustees review the Scheme's strategy, typically every three years, where they assess the continuing relevance of the strategy in the context of the Scheme's membership and their aims, beliefs and constraints.
- 10.3. In the event that an investment manager or fund ceases to meet the Trustees' desired aims, including the management of ESG and climate related risks, using the approach expected of them, the appointment will be reviewed.
- 10.4. Investment manager ESG policies are reviewed in the context of best industry practice and feedback will be provided to the investment manager.

Incentivising assessments based on medium to long term, financial and non-financial considerations

- 10.5. The Trustees are mindful that the impact of ESG and climate change has a long-term nature. However, the Trustees recognise that the potential for change in value as a result of ESG and climate risk may occur over a much shorter term than climate change itself. The Trustees acknowledge this in their investment management arrangements.
- 10.6. When considering the management of objectives for an investment manager (including ESG and climate risk objectives), and then assessing their effectiveness and performance, the Trustees assess these over a rolling timeframe. The Trustees believe the use of rolling timeframes, typically 3 to 5 years, is consistent with ensuring the investment manager makes decisions based on an appropriate time horizon. Where a fund may have an absolute return or shorter term target, this is generally supplementary to a longer term performance target. In the case of assets that are actively managed, the Trustees expect this longer term performance target to be sufficient to ensure an appropriate alignment of interests.
- 10.7. The Trustees expect investment managers to be voting and engaging on behalf of the Scheme's holdings and they will monitor this activity within the Implementation Statement in the Scheme's Annual Report and Accounts. The Trustees do not expect ESG considerations to be disregarded by the investment managers in an effort to achieve any short term targets.

Method and time horizon for assessing performance

- 10.8. The Trustees monitor the performance of their investment managers over medium to long term periods that are consistent with the Trustees' investment aims, beliefs and constraints.
- 10.9. The Scheme invests exclusively in pooled funds. The investment managers, including those used by any platform, are 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 and/ or through market movements, they receive more and as values fall they receive less. In some instances, a performance fee may also be applied.
- 10.10. The Trustees believe that this fee structure, including the balance between any fixed and performance related element, enables the investment manager to focus on long-term performance without worrying about short term dips in performance significantly affecting their revenue.

10.11. The Trustees ask the Scheme's investment consultant to assess if the asset management fee is in line with the market when the manager is selected. The appropriateness of the annual management charges are considered as part of the review of the Statement of Investment Principles and are assessed by the Scheme's platform manager on behalf of the Trustees on an ongoing basis.

Portfolio turnover costs

- 10.12. The Trustees acknowledge that portfolio turnover costs can impact on the performance of their investments. Overall performance is assessed as part of the quarterly investment monitoring process. When underperformance is identified, deviations from the expected level of turnover may be investigated with the 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. The Trustees acknowledge that for some asset classes, such as Liability Driven Investment ("LDI"), a higher turnover of contracts such as repurchase agreements, can be beneficial to the fund from both a risk and cost perspective.
- 10.13. During the investment manager appointment process, the Trustees may consider both past and anticipated portfolio turnover levels.

Duration of arrangement with asset manager

- 10.14. For the pooled funds in which the Scheme invests, there are no predetermined terms of agreement with the investment managers.
- 10.15. The suitability of the Scheme's asset allocation and its ongoing alignment with the Trustees' investment beliefs is assessed typically every three years, or when changes deem it appropriate to do so more frequently. As part of this review the ongoing appropriateness of the investment managers, and the specific funds used, are assessed.

11. Agreement

11.1. This statement was agreed by the Trustees, and replaces any previous statements. Copies of this statement and any subsequent amendments will be made available to the employer, the investment managers, the actuary and the Scheme auditor upon request.

Signed by Andrew Firbank on behalf of the Trustees on 0	1 May 2025
Signed:	Date:

On behalf of the Trustees of the George Barker & Company (Leeds) Limited Retirement and Death **Benefits Scheme**

Appendix 1 Note on investment policy of the Scheme as at March 2025 in relation to the current Statement of Investment Principles

The balance between different kinds of investment 1

The asset allocation has been agreed after considering the Scheme's liability profile, funding position, expected return of the various asset classes and the need for diversification.

The Trustees have adopted a Liability Driven Investment portfolio in order to maintain an overall hedge of approximately 85% of the total liabilities sensitivity to changes in interest rates and inflation on the 2024 Technical Provisions. This hedging ratio is the driver of the allocation between hedging and return-seeking assets. The amount of assets required to provide a hedge of approximately 85% of the liabilities defines the amount allocated to the LDI mandate, with the excess allocated to the return-seeking portfolio.

The initial target allocation invests 71% of the Scheme's assets in funds that are expected to deliver returns to improve the Scheme's funding position (broadly 'growth'), whilst 29% of the Scheme's assets are invested in assets whose primary function is to provide risk-hedging (broadly 'protection'). Contained within the growth portfolio is a 14% allocation to hybrid fund that provides both returns in line with equities in addition to hedging some interest rate risk, the CT Equity-Linked Nominal Dynamic LDI Fund. The Trustees recognise that the asset allocation of investments in different asset classes will vary over time as a result of market movements. Rebalancing of the assets may take place if the Trustees deem it appropriate to do so.

Cashflow management policy

Unless the Trustees indicate otherwise, disinvestments are taken from or any available cash is invested into the following four funds so as to rebalance them closer towards their respective strategic allocations as set out in the next section:

- Partners Group Generations Fund (Mobius Life platform)
- LGIM Future World Global Equity Index Fund (Mobius Life platform)
- Columbia Threadneedle Sterling Liquidity Fund (CTI)
- Columbia Threadneedle Global Absolute Return Bond Fund (CTI)
- Columbia Threadneedle Global Low Duration Bond Fund (CTI)

A pragmatic approach in determining where to disinvest/invest from/to can be taken, so the majority of cashflow requirements are met efficiently using a single provider out of Mobius Life and CTI.

There is the potential that extreme selling pressure out of the Partners Group Generations Fund could result in liquidity gates being applied that would restrict the ability of the Trustees to make disinvestments from the Partners Group Generations Fund. In the unusual event that this issue arises, advice will be sought on how to manage the Scheme's cashflow needs whilst liquidity gating remains in force.

Cashflow transactions should not be made to or from the Scheme's LDI funds except for the purpose of adjusting the Scheme's hedging ratios.

Some money may be held in the CT Sterling Liquidity Fund for the purpose of meeting short term cashflow requirements, such as expected benefit payments or collateral calls from the CT LDI Funds. This Fund is considered part of the hedging mandate.

2. **Choosing investments**

The Trustees have appointed the following investment managers to carry out the day-to-day investment of the Scheme:

- Partners Group (Private markets);
- Legal and General Investment (Passive equity);
- Columbia Threadneedle (Leveraged Gilt Funds, Cashflow Matching LDI Fund, Equity-Linked LDI Fund, Bond Funds and Sterling Liquidity Fund).

The Trustees access their growth portfolio via a platform operated by Mobius Life, whereas the assets managed by Columbia Threadneedle are held through a direct relationship with the Trustees.

The Trustees also have an AVC contract with Equitable Life for the receipt of members' Additional Voluntary Contributions (AVCs).

The investment managers and AVC providers are authorised and regulated by the Financial Conduct Authority.

The investment benchmarks and objectives for each investment manager are set out in the table below:

Investment manager	Fund	Benchmark	Objective
Partners Group	Generations Fund	No official benchmark	7-11% p.a. after fees over a full market cycle
LGIM	Future World Global Equity Index Fund	Solactive L&G ESG Global Markets Index	To perform in line with benchmark
	Leveraged Gilt LDI Funds	Bespoke liability profile benchmarks	To perform in line with benchmark
	Equity-Linked LDI Funds	Bespoke liability profile benchmarks with an equity futures overlay*	To perform in line with benchmark
	Cashflow Matching Credit Only LDI Fund	No official benchmark	To provide exposure to credit markets through physical corporate and government bond holdings, in order to generate cashflows that match the future cashflows of a typical pension scheme's liability profile
Columbia Threadneedle	Sterling Liquidity Fund	SONIA	To perform in line with the benchmark
Timedanteedie	Global Absolute Return Bond Fund	SONIA	To provide an absolute return through a diversified allocation towards fixed income securities consistent with the preservation of capital over the medium term, with SONIA + 2% as the fund's performance target for monitoring purposes
	Global Low Duration Bond Fund	No official benchmark	To provide a total return commensurate with investment in low duration non-government bonds and other similar assets, with SONIA + 2% as the fund's performance target for monitoring purposes

^{*}The equity futures overlay is split 50% S&P 500, 20% FTSE 100, 15% Eurostoxx 50, 10% Topix, 2.5% Hang Seng, 2.5% ASX

The performance of the investment managers will be monitored as frequently as the Trustees consider appropriate in light of the prevailing circumstances. The monitoring takes into account both short-term and long-term performance and compares the investment managers' performance to that of their benchmarks. The Trustees also monitor leverage and funding levels.

The AVC arrangement is reviewed from time to time.

Below is the initial strategic allocation for the return seeking portfolio as at March 2025.

Investment manager	Fund	Initial strategic allocation
Partners Group	Generations Fund	20%
LGIM	Future World Global Equity Index Fund	18%
	Leveraged Gilt LDI Funds and Sterling Liquidity Fund	18%
	Equity-Linked LDI Funds	14%
Columbia Threadneedle	Cashflow Matching Credit Only LDI Fund	11%
	Global Absolute Return Bond Fund	10%
	Global Low Duration Bond Fund	9%
Total		100%

At their discretion, the Trustees may rebalance the Scheme's growth portfolio away from the initial strategic benchmark on a tactical basis in light of the prevailing market conditions, within a range for each fund of up to +/-5% from the initial strategic allocation.

Appendix 2 Financially material considerations, financially material considerations, the exercise of voting rights and engagement activities

Financially material considerations

The Trustees believe that environmental, social and governance considerations (including but not limited to climate change) have the potential to be financially material and therefore have a policy to consider these when selecting or reviewing the Scheme's investments.

The Trustees take account of all other financially material considerations when making any investment decisions. More details on the Trustees' policies on risk and return considerations are shown in Sections 6 and 7 of this statement.

All financially material considerations are viewed in light of the Scheme's investment time horizon. The 2019 Recovery Plan expects the Scheme to achieve full funding by June 2026 so the investment time horizon is assumed to be at least until this date.

The Trustees will be reliant on the information presented by their investment advisors and investment managers regarding the extent to which an investment manager allows for ESG in making their investment decisions. The Trustees take those factors into account in the selection, retention and realisation of investments as follows:

Selection of investments: Assess the investment managers' ESG integration credentials and capabilities, including stewardship, as a routine part of requests for information/ proposals as well as through other regular reporting channels.

Retention of investments: Developing a robust monitoring process in order to monitor ESG considerations on an ongoing basis by regularly seeking information on the responsible investing policies and practices of the investment managers.

Realisation of investments: The Trustees will request information from investment managers about how ESG considerations are taken into account in decisions to realise investments.

The Trustees will also take those factors into account as part of its investment process to determine a strategic asset allocation, and consider them as part of ongoing reviews of the Scheme's investments.

The Trustees will continue to monitor and assess ESG factors, and risks and opportunities arising from them, as follows:

- The Trustees will obtain regular training on ESG considerations in order to understand fully how ESG factors including climate change could impact the Scheme and its investments;
- As part of ongoing monitoring of the Scheme's investment managers, the Trustees will use any ESG ratings information available within the pensions industry or provided by its investment consultant, to assess how the Scheme's investment managers take account of ESG issues; and
- Through their investment consultant the Trustees will request that all of the Scheme's investment managers provide information about their ESG policies, and details of how they integrate ESG into their investment processes on an annual basis.

Non-financially material considerations

The Trustees' policy is not to take into account non-financial matters, such as the views of the members and beneficiaries including (but not limited to) their ethical views, on the grounds that the investment objectives of the Scheme will take priority over other considerations.

3. The exercise of voting rights

The Trustees' policy on the exercise of rights attaching to investments, including voting rights, and in undertaking engagement activities in respect of the investments is that these rights should be exercised by the investment managers on the Trustees' behalf. In doing so, the Trustees expect that the investment managers will use their influence as major institutional investors to exercise the Trustees' rights and duties as shareholders, including where appropriate engaging with underlying investee companies to promote good corporate governance, accountability and to understand how those companies take account of ESG issues in their businesses.

The Trustees will monitor and engage with the investment managers about relevant matters (including matters concerning an issuer of debt or equity, including their performance, strategy, capital structure, management of actual or potential conflicts of interest, risks, social and environmental impact and corporate governance), through the Scheme's investment consultant.

Investment managers will be asked to provide details of their stewardship policy and engagement activities on at least an annual basis. The Trustees will, with input from their investment consultant, monitor and review the information provided by the investment managers. Where possible and appropriate, the Trustees will engage with their investment managers for more information and ask them to confirm that their policies comply with the principles set out in the Financial Reporting Council's UK Stewardship Code.

4. Engagement activities

The Trustees acknowledge the importance of ESG and climate risk within their investment framework. When delegating investment decision making to their investment managers they provide their investment managers with a benchmark they expect the investment managers to either follow or outperform. The investment manager has discretion over where in an investee company's capital structure it invests (subject to the restrictions of the mandate), whether directly or as an asset within a pooled fund.

The Trustees are of the belief that ESG and climate risk considerations extend over the entirety of a company's corporate structure and activities, i.e. that they apply to equity, credit and property instruments or holdings. The Trustees also recognise that ESG and climate related issues are constantly evolving and along with them so too are the products available within the investment management industry to help manage these risks.

The Trustees consider it a part of their investment managers' roles to assess and monitor developments in the capital structure for each of the companies in which the managers invest on behalf of the Scheme or as part of the pooled fund in which the Scheme holds units.

The Trustees also consider it part of their investment managers' roles to assess and monitor how the companies in which they are investing are managing developments in ESG related issues, and in particular climate risk, across the relevant parts of the capital structure for each of the companies in which the managers invest on behalf of the Scheme.

Should an investment manager be failing in these respects, this should be captured in the Scheme's regular performance monitoring.

The Scheme's investment managers are granted full discretion over whether or not to invest in the Principal Employer's business. Through their consultation with the Principal Employer when setting this Statement of Investment Principles, the Trustees have made the Principal Employer aware of their policy on ESG and climate related risks, how they intend to manage them and the importance that the pensions industry as a whole, and its regulators, place on them.

The Scheme's investment consultant is independent and no arm of their business provides asset management services. This, and their FCA Regulated status, makes the Trustees confident that the investment manager recommendations they make are free from conflict of interest.

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.

In selecting and reviewing their investment managers, where appropriate, the Trustees will consider investment managers' policies on engagement and how these policies have been implemented.



Implementation Statement

George Barker & Company (Leeds) Limited Retirement and Death Benefits Scheme

Purpose of this statement

This implementation statement has been produced by the Trustees of the ("the Scheme") to set out the following information over the year to 5 April 2025:



how the Trustees' policies on exercising rights (including voting rights) and engagement activities have been followed over the year;



the voting activity undertaken by the Scheme's investment managers on behalf of the Trustees over the year, including information regarding the most significant votes;

Voting behaviour information is provided for the year to 31 March 2025, rather than over the Scheme year end to 5 April 2025, given that investment managers only report on this data quarterly.



Conclusions

In reviewing the activities of the past year, the Trustees believe that the policies set out in the Statement of Investment Principles ("SIP") have been effectively implemented. A significant proportion of the Scheme's investment managers have demonstrated transparency in their voting and engagement activities, and the Trustees believe these activities reasonably align with the with the stewardship policies of the Scheme.

However, not all managers were able to provide all the voting and engagement information requested. We will continue to engage with the managers to encourage them to improve the availability and quality of data.

Based on the information received, the Trustees believe the investment managers have acted in accordance with the Scheme's policies on exercising rights (including voting rights) and engagement activities.



Stewardship policy

The Trustees' Statement of Investment Principles (SIP) describes the Trustees' stewardship policy on the exercise of rights (including voting rights) and engagement activities. It was last reviewed in February 2025 and has been made available online here:

https://schemedocs.com/download/George-Barker-Statement-of-Investment-Principles-and-Implementation-Statement

There were no changes to the Trustees' stewardship policy over the year to 5 April 2025.

The Trustees decided not to set stewardship priorities for the Scheme for the time being because the Scheme solely invests through pooled investment vehicles where the Scheme's asset only represents a small proportion of the capital invested in the funds. The Trustees understand that they are constrained by the policies of the managers. However, the Trustees take stewardship priorities, climate risk and ESG factors into account when selecting managers. The Trustees also review the stewardship and engagement activities of the investment managers annually through their Implementation Statement.

How voting and engagement/stewardship policies have been followed

Based on the information provided by the Scheme's investment managers, the Trustees believe that its policies on voting and engagement have been met in the following ways:

The Scheme invests entirely in pooled funds, and as such delegates responsibility for carrying out voting and engagement activities to the Scheme's fund managers.

With input from their investment consultant, the Trustees annually receive and review the voting information and engagement policies of their investment managers to ensure alignment with their own policies. The findings of the Trustees' review are reported in this Implementation Statement which will also be included in the Scheme's Annual Report and Accounts for the year to 5 April 2025.

Having reviewed the above in accordance with their policies, the Trustees are comfortable the actions of the fund manager is in alignment with the Scheme's stewardship policies.

Based on the data currently available, which is presented below, the Trustees are comfortable that the actions of the fund managers are in alignment with the Scheme's stewardship policies.

Prepared by the Trustees of the George Barker & Company (Leeds) Limited Retirement and Death Benefits Scheme
September 2025



Voting Data

This section provides a summary of the voting activity undertaken by the investment managers within the Scheme's Growth Portfolio on behalf of the Trustees over the year to 31 March 2025. Voting is not applicable to the Scheme's LDI, credit and cash holdings with Columbia Threadneedle ("CT"), as these funds invest only in fixed income assets, which have no voting rights. The L&G Future World Global Equity Index Fund and the Partners Group Generations Fund invest across a diverse range of asset classes. They are therefore included in the voting data below as their equity holdings carry voting rights.

Manager	Partners Group ²	L&G
Fund name	Partners Group Generations Fund	L&G Future World Global Equity Index Fund
Structure	Pooled	Pooled
No. of eligible meetings	68	5,515
No. of eligible votes	905	55,096
% of resolutions voted	100.0%	99.8%
% of resolutions abstained	4.0%	1.1%
% of resolutions voted with management ¹	91.0%	81.0%
% of resolutions voted against management ²	5.0%	17.9%
Proxy voting advisor employed ²	Glass Lewis	ISS
% of resolutions voted against proxy voter recommendation	3.0%	9.7%

As a percentage of the total number of resolutions voted on. Totals may not add up to 100%. Numbers are subject to rounding.

Note: segregated mandates allow the Trustees to engage with managers and influence their voting behaviour. Pooled fund structures result in limited scope for the Trustees to influence managers' voting behaviour.

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² Data for Partners Group is shown at the most recent date available, 31 December 2024





The below summarises how the investment managers utilise their proxy voting services.

Partners Group

Partners Group uses services of Glass Lewis & Co, which is one of the leading global proxy voting service providers, and they have been instructed to vote in-line with Partners Group Proxy Voting Directive. Partners Group vote manually on proposals where the recommendations for Glass Lewis, their proxy voting directive, and the company's management differ.

L&G

L&G's Investment Stewardship team uses ISS's electronic voting platform to electronically vote clients' shares. All voting decisions are made by L&G and they do not outsource any part of the strategic decisions. To ensure their proxy provider votes in accordance with L&G's position on ESG, L&G have put in place a custom voting policy with specific voting instructions. L&G review their custom voting policy with ISS annually and take into account feedback from their investors.



At this time, the Trustees have not set stewardship priorities for the Scheme. For this Implementation Statement, the Trustees have asked the investment managers to determine what they believe to be a "significant vote". The Trustees have not communicated voting preferences to their investment managers over the period, as the Trustees are yet to develop a specific voting policy.

L&G and Partners Group have provided a selection of over 500 votes and 10 votes respectively which they believe to be significant. In the absence of agreed stewardship priorities, the Trustees have adopted the same criteria as the investment managers on what constitutes a significant vote, and selected 3 votes from each manager, that cover a range of themes to represent what they consider the most significant votes cast on behalf of the Scheme.

A summary of the significant votes provided is set out below, but further information on other significant votes is available upon request. For the Partners Group Generations Fund, private markets investments are the largest exposure within the Fund, and these are typically held directly, where Partners Group controls the board and therefore direction/strategy of the business. The Fund's exposure to listed equity is usually less than 10%. As a result, Partners Group have provided the ESG efforts of the Fund's largest holdings instead of significant votes.



Significant vote 1 – Partners Group Generation Fund

Company name	Velvet Care
Approximate size of fund's holding as at the date of the vote (as % of portfolio)	Not applicable to private market space
Summary of the resolution	Board representation
How the manager voted	For
Rationale for the voting decision	Velvet Care is a direct private equity investment in Partners Group portfolio of companies, where they invest directly to obtain control and influence over their operations.
Criteria on which the vote is considered "significant"	Size of holding in fund
Outcome of the vote	Not applicable to private market space
	Since Partners Group's investment in early 2024, their primary focus has been on establishing a robust governance framework to support Velvet Care's long-term sustainable growth. Given their control position, they have worked closely with the company to refine its strategic direction, ensuring that sustainability considerations are embedded into decision-making and value creation efforts.
Implications of the outcome	Their key initiatives have included strengthening board governance, formalizing sustainability oversight, and enhancing workforce engagement strategies. They have also prioritized aligning Velvet Care's policies with global best practices, reinforcing commitments to ethical supply chain management and talent retention. This governance structure lays the foundation for future expansion while maintaining Velvet Care's strong market position.
	Going forward, Partners Group will continue supporting the company in scaling its workforce development initiatives and deepening sustainability integration across its operations, ensuring that Velvet Care remains well-positioned for sustainable, long-term value creation.
If the vote was against management, did the manager communicate their intent to the company ahead of the vote?	Not applicable to private market space



Significant vote 2 – Partners Group Generation Fund

Company name	Gren
Approximate size of fund's holding as at the date of the vote (as % of portfolio)	Not applicable to private market space
Summary of the resolution	Board representation
How the manager voted	For
Rationale for the voting decision	Gren is a direct private infrastructure investment in Partners Group portfolio or companies, where they invest directly to obtain control and influence over their operations.
Criteria on which the vote is considered "significant"	Size of holding in fund
Outcome of the vote	Not applicable to private market space
	Since their investment, Partners Group's focus has been on establishing a strong governance framework to support Gren's continued growth as a leading provider of sustainable energy solutions. In 2024, they worked closely with the company to formalize governance structures, strengthen board oversight, and align sustainability initiatives with long-term strategic goals. Key achievements include supporting the completion of a Double Materiality Assessment (DMA) in preparation for CSRD compliance and advancing Scope 3 emissions assessments.
Implications of the outcome	Their engagement has also enabled Gren to progress on major energy transition projects, such as the Energy on Clyde district heating initiative in Glasgow and the waste-to-energy plant in Acone, Latvia. Additionally, they have helped reinforce supplier accountability, workforce engagement programs, and safety initiatives to ensure operational excellence.
	Moving forward, they will continue to support Gren's decarbonization strategy, focusing on emission reduction targets and expanding its role in delivering sustainable and affordable energy solutions across Northern Europe and the UK.
If the vote was against management, did the manager communicate their intent to the company ahead of the vote?	Not applicable to private market space



Significant vote 3 – Partners Group Generation Fund

Company name	International Schools Partnership
Approximate size of fund's holding as at the date of the vote (as % of portfolio)	Not applicable to private market space
Summary of the resolution	Board representation
How the manager voted	For
Rationale for the voting decision	International Schools Partnership (IPS) is a direct private equity investment in Partners Group portfolio of companies, where they invest directly to obtain control and influence over their operations.
Criteria on which the vote is considered "significant"	Size of holding in fund
Outcome of the vote	Not applicable to private market space
	ISP is a global network of private schools, committed to providing high-quality education across 22 countries. Since their investment, Partners Group's focus has been on embedding sustainability into the curriculum, expanding student learning opportunities, and improving operational efficiency across school facilities.
Implications of the outcome	Key achievements include the introduction of environmental education initiatives, allowing students to engage in sustainability-focused projects. Additionally, ISP has expanded its teacher development programs, ensuring the highest educational standards while promoting diversity, equity, and inclusion within its workforce.
	Moving forward, they will continue supporting ISP in sustainability-focused facility improvements, decarbonization strategies for school operations, and enhancing digital learning platforms to provide greater educational access.
If the vote was against management, did the manager communicate their intent to the company ahead of the vote?	Not applicable to private market space



Significant vote 1 – L&G Future World Global Equity Index Fund

Company name	Microsoft Corporation
Approximate size of fund's holding as at the date of the vote (as % of portfolio)	4.9%
Summary of the resolution	Report on Al Data Sourcing Accountability
How the manager voted	For
Rationale for the voting decision	A vote FOR this resolution is warranted as the company is facing increased legal and reputational risks related to copyright infringement associated with its data sourcing practices. While the company has strong disclosures on its approach to responsible AI and related risks, shareholders would benefit from greater attention to risks related to how the company uses third-party information to train its large language models
Criteria on which the vote is considered "significant"	This shareholder resolution is considered significant due to the relatively high level of support received
Outcome of the vote	The resolution failed to pass
Implications of the outcome	L&G will continue to engage with their investee companies, publicly advocate their position on this issue and monitor company and market-level progress.
If the vote was against management, did the manager communicate their intent to the company ahead of the vote?	L&G publicly communicates its vote instructions on its website with the rationale for all votes against management. It is their policy not to engage with their investee companies in the three weeks prior to an AGM as their engagement is not limited to shareholder meeting topics.



Significant vote 2 - L&G Future World Global Equity Index Fund

Company name	Alphabet Inc.
Approximate size of fund's holding as at the date of the vote (as % of portfolio)	1.1%
Summary of the resolution	Elect Director John L. Hennessy
How the manager voted	Against
	Average board tenure: A vote against is applied as L&G expects a board to be regularly refreshed in order to maintain an appropriate mix of independence, relevant skills, experience, tenure, and background.
	Diversity: A vote against is applied as L&G expects a company to have at least one-third women on the board.
Rationale for the voting decision	Independence: A vote against is applied as L&G expects the Chair of the Board to have served on the board for no more than 15 years and the board to be regularly refreshed in order to maintain an appropriate mix of independence, relevant skills, experience, tenure, and background.
	Shareholder rights: A vote against is applied because L&G supports the equitable structure of one-share-one-vote. L&G expect companies to move to a one-share-one-vote structure or provide shareholders a regular vote on the continuation of an unequal capital structure.
Criteria on which the vote is considered "significant"	L&G views gender diversity as a financially material issue for our clients, with implications for the assets we manage on their behalf. L&G also considers this vote to be significant as L&G supports the principle of one share one vote.
Outcome of the vote	The resolution was approved
Implications of the outcome	L&G will continue to engage with their investee companies, publicly advocate their position on this issue and monitor company and market-level progress.
If the vote was against management, did the manager communicate their intent to the company ahead of the vote?	L&G publicly communicates its vote instructions on its website with the rationale for all votes against management. It is their policy not to engage with their investee companies in the three weeks prior to an AGM as their engagement is not limited to shareholder meeting topics.



Significant vote 3 - L&G Future World Global Equity Index Fund

Company name	Tesla, Inc.
Approximate size of fund's holding	
as at the date of the vote (as % of	0.7%
portfolio)	
Summary of the resolution	Advisory Vote to Ratify Named Executive Officers' Compensation
How the manager voted	Against
	A vote against is applied as L&G believes that the approved remuneration
	policy should be sufficient to retain and motivate executives. A vote AGAINST
	this proposal is warranted. While most NEOs received modest or no
Rationale for the voting decision	compensation for FY23, one executive was granted an outsized, time-based
Rationale for the voting decision	stock option award upon his promotion, the magnitude and design for which
	are not adequately explained. The grant does not require the achievement of
	pre-set performance criteria in order to vest and the value is considered to be excessive.
Criteria on which the vote is	This resolution is considered significant as it pertains to one of L&G's key
considered "significant"	stewardship 'sub-themes', executive pay.
Outcome of the vote	The resolution was approved
Involventions of the cutesma	L&G will continue to engage with their investee companies, publicly advocate
Implications of the outcome	their position on this issue and monitor company and market-level progress.
If the vote was against management,	L&G publicly communicates its vote instructions on its website with the
did the manager communicate their	rationale for all votes against management. It is their policy not to engage
intent to the company ahead of the vote?	with their investee companies in the three weeks prior to an AGM as their engagement is not limited to shareholder meeting topics.





The Trustees consider it a part of their investment managers' role to assess and monitor how the companies in which they are investing on behalf of the Scheme are managing developments in ESG related issues, and in particular climate risk, across the relevant parts of the capital structure.

Engagement activities are limited for the Scheme's LDI and cash funds due to the nature of the underlying holdings, so engagement information for these assets have not been shown. Please note that Partners Group are unable to provide information on the number of engagements undertaken due to the vast number of individual investments (over 500) and the private markets nature of the fund.

	Partners Group	L&G	Columbia Threadneedle	Columbia Threadneedle	Columbia Threadneedle
Fund name	Partners Group Generations Fund	Future World Global Equity Index Fund	Net Zero Transition Low Duration Credit Fund	Global Absolute Return Bond	Cashflow Matching (Credit Only) LDI Fund
Number of engagements undertaken on behalf of the holdings in this fund in the year	Data not available	1,944	92	64	78
Number of entities engaged on behalf of the holdings in this fund in the year	Data not available	1,278	51	34	45
Number of engagements undertaken at a firm level in the year	Data not available	4,210	710	710	710





Examples of engagement activity undertaken over the year to 31 March 2025

Partners Group

Exus

Exus is a leading renewable energy asset management firm, specialising in wind and solar energy projects across Europe and North America. Since Partners' investment, they have worked to expand its operational footprint, optimise energy asset performance, and enhance ESG compliance across renewable projects.

Exus successfully expanded its solar and wind asset portfolio, increasing total managed capacity. The company has also improved its predictive maintenance technology, optimising turbine and panel efficiency while reducing downtime.

Going forward, Partners' will continue to support Exus in scaling its renewable energy capacity, enhancing asset digitalisation, and exploring new energy storage solutions to maximise grid stability.

L&G

The key engagement topics at a firm level over the year to 31 March 2025 included:

- Climate change
- Deforestation
- Remuneration
- Climate mitigation
- Strategy
- Human rights
- Diversity

One example of L&G's engagement regards climate disclosures in Japan. L&G engaged with Nippon Steel, the largest steel maker in Japan, concerning their disclosures of climate-related and decarbonisation-related policy positions.

Given the highly carbon intensive nature of the steelmaking industry, Nippon Steel's role as one of the largest global steelmakers and the significant role Nippon Steel has in influencing Japanese policy, L&G have engaged repeatedly with Nippon Steel to encourage further climate policy disclosures. Despite previous engagements, L&G remained unsatisfied with the disclosures provided so far and as such filed a shareholder resolution that would require Nippon Steel to "Disclose annually, climate-related and decarbonisation-related policy positions and lobbying activities globally".

Although the shareholder resolution did not pass, it achieved nearly 28% support, one of the highest levels of support recorded for a climate-related shareholder resolution in Japan, demonstrating to the company that investors expect greater transparency on climate-related engagement activity.



Columbia Threadneedle

As investors, CT face increasing scrutiny to evidence how they mitigate the negative impacts of their investments, particularly in relation to social risk management, which is gaining prominence. Often, due to a lack of sufficient disclosure, it is difficult to understand and assess the social risk mitigation approach utilised by our investee companies. In this regard, they are increasingly reliant on information from ESG data providers and company rankings on social benchmarks.

CT initiated our Mandatory Human Rights Due Diligence project – which links to UN SDG 8 and SDG 12 - in Q1 2022, where their initial focus was on 26 companies from both developed and emerging markets, covering the extractives, automotive, technology, food retail, agriculture and apparel sectors. Specifically, they are seeking to engage these companies as they have scored zero on the human rights due diligence indicator of the Corporate Human Rights Benchmark (CHRB). In Q2, CT removed Russian companies from the project and progressed with 23 companies.

CT also see the convergence toward supply chain due diligence legislation as a key driver of the need to develop robust HRDD frameworks. Notably, the German Supply Chain Due Diligence Act where companies can face financial penalties for a lack of mitigation.