

Statement of Investment Principles for the NMR Pension Fund – Defined Contribution Section

1. Introduction

This Statement of Investment Principles (“SIP”) sets out the policy of the Trustee of the NMR Pension Fund (“the Trustee”) on various matters governing decisions about the investments of the NMR Pension Fund - Defined Contribution Section (“the DC Section”). This SIP replaces all wording relating to DC Section of the previous SIP dated October 2021.

This SIP has been prepared after obtaining and considering written professional advice from LCP, the DC Section’s investment adviser, whom the Trustee believes to be suitably qualified and experienced to provide such advice. The advice considers the suitability of investments including the need for diversification given the circumstances of the DC Section and the principles contained in this SIP. The Trustee has consulted with the relevant employer in producing this SIP.

The Trustee will review this SIP from time to time and, with the help of its advisers, will amend it as appropriate. These reviews will take place as soon as practicable after any significant change in investment policy or in the demographic profile of the relevant members in respect of the DC Section and at least once every three years.

- **Appendix 1** sets out details of the DC Section’s investment governance structure, including the key responsibilities of the Trustee, investment advisers and investment managers. It also contains a description of the basis of remuneration of the investment adviser and the investment managers.
- **Appendix 2** sets out the Trustee policy towards risk appetite, capacity, measurement and management.

This SIP contains the information required by legislation, and also considers the Pension Regulator’s guidance on investments.

2. Investment objectives

The Trustee’s primary objective for the DC Section of the Fund is to provide members with access to:

- an appropriate range of investment options, reflecting the membership profile of the DC Section and the variety of ways that members can draw their benefits in retirement; and
- a default investment option that the Trustee believes to be reasonable for those members that do not wish to make their own investment decisions.

As part of the implementation of previous strategy changes, a number of members were mapped into the cash- and annuity-targeting lifestyles (NMR Lump Sum Focus Lifestyle and NMR Annuity Focus Lifestyle) without consent, and so these strategies are classified as “default arrangements” for governance purposes.

The objective of the default options is to generate returns significantly above inflation whilst members are some distance from retirement, but then to switch automatically and gradually to

lower risk investments as members near retirement with the asset allocation at retirement being designed to be appropriate for members wishing to access drawdown (in the case of the Drawdown Focus Lifecycle), take their pot as cash (the Lump Sum Focus Lifecycle) or purchase an annuity at retirement (Annuity Focus Lifecycle).

The default options were designed to be in the best interest of the majority of the members based on analysis of the demographics of the membership. Each option is designed to reflect the Trustee belief that most members in that cohort will take their benefits in the specified form. The default initially invests to target a high expected return (making use of equity based funds) and then gradually switches to investments with a lower expected return and risk as members get close to retirement. The default options adopt a three phase approach with de-risking first occurring from 15 years to retirement and again at 5 years from retirement.

3. Investment strategy

The Trustee, with the input of its advisers and in consultation with the employer, began reviewing the default investment strategy on 1 March 2023, taking into account the objectives described in Section 2 above. The strategy review remains ongoing.

The Trustee has made available a range of investment funds for members with different levels of expected return, including equity and bond based funds as well as a cash fund. Each member is responsible for specifying one or more funds for the investment of their account, having regard to their attitude to the risks involved.

If a member does not choose an investment option, their account will be invested into the default option, the “NMR Drawdown Focus Lifestyle”, which is managed as a “lifestyle” strategy (ie it automatically combines investments in proportions that vary according to the time to retirement age).

The Trustee will monitor the relevant members’ behaviour to check whether assumptions made about how members will access their benefits are borne out in practice.

Details of the funds underlying the default option as well as other self-select and lifestyle options available to members are set out in the DC Section Investment Policy Implementation Document (“IPID”).

4. Considerations in setting the investment arrangements

When deciding how to invest the DC Section’s assets, the Trustee considers several risks, including, but not limited to, those set out in Appendix 2. Some of these risks are more quantifiable than others, but the Trustee has tried to allow for the relative importance and magnitude of each risk.

The Trustee considered a wide range of asset classes for investment, taking account of the expected returns and risks associated with those asset classes, as well as the Trustee’s beliefs about investment markets and which factors are most likely to impact investment outcomes. The primary ways that the Trustee manages investment risk is via diversification, ensuring that professional written advice is received prior to making any material investment decision, and via the Trustee’s ongoing monitoring and oversight of the investments. For the DC Section investment risk is measured as standard deviation.

In determining the investment arrangements for the DC Section including the default options, it is the Trustee's policy to consider:

- the overall best interests of all members and beneficiaries;
- the profile of the membership and what this is likely to mean for the choices members might make upon reaching retirement;
- the risks, rewards and suitability of a number of possible asset classes and lifestyle strategies and whether the return expected for taking any given investment risk is considered sufficient given the risk being taken;
- the need for appropriate diversification within the default option and other lifestyle options to ensure that, for each such option, both the overall level of investment risk and the balance of individual asset risks are appropriate;
- the need for appropriate diversification between and, where appropriate, within the investment options offered to members.

Regarding the DC default arrangements, the Trustee's policy regarding investments in illiquid assets is set out below. The term "illiquid assets" means assets that can't be easily or quickly be sold or exchanged for cash, and where assets are invested in a collective investment scheme this includes any such assets held by the collective investment scheme.

The default options include an allocation to a diversified growth fund ("DGF") via pooled funds (a type of collective investment scheme), that may, at any given time, include an allocation to illiquid assets if the DGF manager chooses to do so. As at 30 September 2023 the exposure to the illiquid assets of direct property and private credit constituted around 7% of the DGF allocation. Members invested in the default options and aged between 51 and 65, assuming a target retirement age of 65, have exposure to illiquid assets via the DGF allocation which may vary in type and amount in future, at the manager's discretion. The overall exposure to illiquid assets decreases as members approach their retirement age and is at all times held as part of a highly diversified portfolio with a majority of highly liquid assets.

The Trustee's policy is currently to have exposure to DGFs with discretion to invest in illiquid assets (although not direct exposure to illiquid assets funds) within the default because the assessment is that, when compared to many other asset classes, illiquid assets offer members a potentially greater level of diversification and hence better risk management in the overall asset allocation. The Trustee also believes that long-term net risk-adjusted investment returns of the default options may be improved by investing in illiquid assets. However, the Trustee notes that at this time the ability for DC pension schemes to obtain exposure to illiquid assets is limited and the relatively few suitable illiquid asset funds that are available tend to have higher charges.

The Trustee intends to consider the illiquid assets exposure further, with the support of its investment advisers, as the market for illiquid investments develops.

The Trustee also considers any other factors which it believes to be financially material over the applicable time horizons to the funding of the DC benefits, including environmental, social and governance ("ESG") factors and the risks and opportunities relating to climate change.

5. Implementation of the investment arrangements

Page 4 of 13

Before investing in any manner, the Trustee obtains and considers proper written advice from its investment adviser on the question of whether the investment is satisfactory, having regard to the need for suitable and appropriately diversified investments.

Details of the investment managers are set out in the DC Section IPID.

The Trustee has entered into a contract with a platform provider, Fidelity, who makes available the range of investment options to members. The contract sets out details of the terms under which the DC Section's assets are managed. Under this policy, Fidelity also provides administration services to the DC Section forming a bundled platform arrangement. Fidelity delegates the investment management responsibilities for the DC Section's assets to Legal & General Investment Management ("LGIM") and BlackRock. There is no direct relationship between the DC Section and the underlying investment managers of the DC investment funds. The investment managers' primary role is the day-to-day investment management of the DC Section's investments.

The Trustee and investment managers to whom discretion has been delegated exercise their powers to giving effect to the principles in this Statement of Investment Principles, so far as is reasonably practicable.

The Trustee has limited influence over managers' investment practices because all the DC Section's assets are held in pooled funds, but it encourages its managers to improve their practices within the parameters of the fund they are managing.

The Trustee's view is that the fees paid to the investment managers, and the possibility of their mandate being terminated, ensure they are incentivised to provide a high quality service that meets the stated objectives, guidelines and restrictions of their fund. However, in practice managers cannot fully align their strategy and decisions to the (potentially conflicting) policies of all their pooled fund investors in relation to strategy, long-term performance of debt/equity issuers, engagement and portfolio turnover.

It is the Trustee's responsibility to ensure that the managers' investment approaches are consistent with its policies before any new appointment, and to monitor and to consider terminating any existing arrangements that appear to be investing contrary to those policies. The Trustee expects investment managers, where appropriate, to make decisions based on assessments of the longer term performance of debt/equity issuers, and to engage with issuers to improve their performance (or where this is not appropriate to explain why). It assesses this when selecting and monitoring managers.

The Trustee evaluates investment manager performance over both shorter and longer-term periods as available. Except in closed-ended funds where the duration of the investment is determined by the fund's terms, the duration of a manager's appointment will depend on strategic considerations and the outlook for future performance. Generally, the Trustee would be unlikely to terminate a mandate on short-term performance grounds alone.

The Trustee's policy is to evaluate each of its investment managers by reference to the manager's individual performance as well the role it plays in helping the DC Section meet its overall long-term objectives, taking account of risk, the need for diversification and liquidity. Each manager's remuneration, and the value for money it provides, is assessed in light of these considerations.

The Trustee recognises that portfolio turnover and associated transaction costs are a necessary part of investment management. Since the impact of portfolio turnover costs is reflected in performance figures used in our assessment of the investment managers, the Trustee does not explicitly monitor portfolio turnover. The Trustee expects its investment consultant to incorporate portfolio turnover and resulting transaction costs as appropriate in its advice on the DC Section's investment mandates.

6. Realisation of investments

The investment managers have discretion over the timing of realisation of investments of the DC Section within the portfolios that they manage, and in considerations relating to the liquidity of investments. The Trustee's policy is to invest in funds that offer daily dealing to enable members to readily realise and change their investments.

7. Financially material considerations and non-financial matters

The Trustee has developed a Responsible Investment (RI) Policy for the Fund, formalising the Trustee's belief on RI matters and setting out in more detail how RI considerations will be embedded in the running of the Fund. This policy was produced with input from the Fund's investment advisors and the Sponsor company covering both DB and DC investment.

The Trustee considered how ESG considerations (including but not limited to climate change) should be addressed in the selection, retention and realisation of investments, given the time horizon of the DC Section and its members.

The Trustee believes that environmental, social and governance factors can impact long-term performance and consequently expect the investment manager to take steps to ensure these factors are explicitly incorporated into the investment decision making process where appropriate. The Trustees expect their investment managers to consider a range of sustainable investment factors in their delegated responsibility for the Fund's assets, such as, but not limited to, those arising from ESG considerations, including climate change.

The Trustee seeks to appoint managers that have appropriate skills and processes to do this, and from time to time reviews how its managers are taking account of these issues in practice. The Trustee has limited influence over managers' investment practices where assets are held in pooled funds, but it encourages its managers to improve their practices where appropriate. The Trustees undertake regular review to ensure the policy is being carried out effectively and in line with evolving good practice.

Our ambition is to align our assets with net zero greenhouse gas emissions by 2050 through selecting managers, and investing in funds, with credible net zero targets.

To the extent that the managers have documented their approach to financially material considerations the Trustee expect the managers to comply with their documented approach in practice. The Fund's investment consultants consider the managers' approach to financially material considerations as part of its overall research process.

The Trustee monitors reporting from its managers and advisors on a periodic basis to ensure these issues are assessed and taken account of in the investment decision making process as appropriate. Should the Trustee determine that a manager's approach to voting and engagement, stewardship or financially material ESG considerations is not appropriate, the Trustee will raise this with the relevant manager and, if not remedied, will ultimately consider terminating their appointment.

The Trustee has decided not to take into account non-financial material considerations in the selection, retention and realisation of investments, including (but not limited to) the views of members and beneficiaries of the Fund.

8. Voting and engagement

The Trustee recognises its responsibilities as owners of capital, and believes that good stewardship practices, including monitoring and engaging with investee companies, and exercising voting rights attaching to investments, protect and enhance the long-term value of investments.

The Trustee recognises that active ownership (including the exercise of voting rights and engagement) can protect and enhance the value of investments. The Trustee's policy is to delegate responsibility for active ownership of investments (including the exercise of voting rights, engagement with issuers of debt and equity and other relevant persons about relevant matters such as performance, strategy, capital structure, management of actual or potential conflicts of interest, risks and ESG considerations) to the investment managers. It expects the investment managers to exercise ownership rights and undertake monitoring and engagement in line with the managers' general policies on stewardship, as provided to the Trustee from time to time, considering the long-term financial interests of the beneficiaries. It monitor's managers' activities in relation to ESG factors, voting and engagement on a regular basis, at least annually. If the Trustee's monitoring identifies areas of concern, it will engage with the relevant manager to encourage improvements.

The Trustee has identified Climate Change and Diversity & Inclusion as its two stewardship priorities to provide a focus for its monitoring of investment managers' voting and engagement activities. It will report the results of this monitoring in the annual implementation statement. The Trustee will review the themes regularly and update them if appropriate. The Trustee communicates these stewardship priorities to its managers and also confirms its more general expectations in relation to ESG factors, voting and engagement.

The investment managers are encouraged to operate in accordance with the guidance outlined in the Stewardship Code and to report their adherence to The Stewardship Code under the 'comply or explain' principle on an annual basis.

**SIP signed for and on behalf of the Trustee of the NMR Pension Fund - Defined
Contribution Section:**

Page 7 of 13

Signed: _____

Investment governance, responsibilities, decision-making and fees

The Trustee has decided on the following division of responsibilities and decision-making for the DC Section. This division is based upon the Trustee's understanding of the various legal requirements placed upon it, and its view that the division of responsibility allows for efficient operation and governance of the DC Section overall. The Trustee's investment powers are set out within the DC Section's governing documentation.

1. Trustee

In broad terms, the Trustee is responsible in respect of investment matters for:

- developing a mutual understanding of investment and risk issues with the employer;
- setting the investment strategy, in consultation with the employer;
- formulating a policy in relation to financially material considerations, such as those relating to ESG considerations (including but not limited to climate change);
- formulating a policy on taking account of non-financial matters in the selection, retention and realisation of investments;
- setting the policy for rebalancing between asset classes;
- setting a policy on the exercise of rights (including voting rights) and undertaking engagement activities in respect of the investments;
- putting effective governance arrangements in place and documenting these arrangements in a suitable form;
- appointing, monitoring, reviewing and dismissing investment managers, investment advisers and other service providers;
- monitoring the exercise of the investment powers that they have delegated to the investment managers and monitoring compliance with Section 36 of the Act;
- communicating with members as appropriate on investment matters, such as the Trustee's assessment of its effectiveness as a decision-making body, the policies regarding responsible ownership and how such responsibilities have been discharged;
- reviewing the investment policy as part of any review of the investment strategy;
- reviewing the content of this SIP from time to time and modifying it if deemed appropriate; and
- consulting with the employer when reviewing the SIP.

The Trustee has delegated consideration of certain investment matters to a Pension Defined Contribution Committee ("PDCC"), and the Trustee and PDCC understand the different areas where each party makes decisions, provides oversight or recommendations. The terms of reference for the PDCC detail clearly its responsibilities.

2. Platform provider

The investment platform provider will be responsible for:

- providing access to a range of funds managed by various investment managers; and
- providing the Trustee with regular information concerning the management and performance of the assets.

3. Investment managers

In broad terms, the investment managers will be responsible for:

- managing the portfolios of assets according to their stated objectives, and within the guidelines and restrictions set out in their respective investment manager agreements and/or other relevant governing documentation;
- taking account of financially material considerations (including climate change and other ESG considerations) as appropriate when managing the portfolios of assets;
- exercising rights (including voting rights) attaching to investments and undertaking engagement activities in respect of investments;
- providing the Trustee / investment platform provider with regular information concerning the management and performance of their respective portfolios; and
- having regard to the provisions of Section 36 of the Act insofar as it is necessary to do so.

The custodians of the portfolios (whether there is a direct relationship between the custodian and the DC Section or not) are responsible for safe keeping of the assets and facilitating all transactions within the portfolios.

4. Investment adviser

In broad terms, the investment adviser will be responsible, in respect of investment matters, as requested by the Trustee, for:

- advising on a suitable fund range and default strategy for the DC Section, and how material changes to legislation or within the DC Section's benefits and membership may impact this;
- advising on the selection, and review, of the investment managers, incorporating its assessment of the nature and effectiveness of the managers' approaches to financially material considerations (including climate change and other ESG considerations);
- supporting the Trustee achieving the Fund's net zero ambition, including through manager selection, monitoring and engagement; and
- participating with the Trustee in reviews of this SIP.

5. Fee structures

The Trustee recognises that the provision of investment management to the DC Section results in a range of charges to be met, directly or indirectly, by deduction from the DC Section's assets.

The Trustee has agreed Terms of Business with the DC Section's investment advisers, under which work undertaken is charged for by an agreed fixed fee or on a "time-cost" basis.

The investment managers and platform provider receives fees calculated by reference to the market value of assets under management. The fee rates are believed to be consistent with the manager's general terms for institutional clients and are considered by the Trustee to be reasonable when compared with those of other similar providers. See also Section 5 of the SIP.

The fee structure used in each case has been selected with regard to existing custom and practice, and the Trustee's view as to the most appropriate arrangements for the DC Section. However, the Trustee will consider revising any given structure if and when it is considered appropriate to do so.

6. Performance assessment

The Trustee is satisfied, taking into account the external expertise available, that there are sufficient resources to support its investment responsibilities. The Trustee believes that it has sufficient expertise and appropriate training to carry out its role effectively.

It is the Trustee's policy to assess the performance of the DC Section's investments, investment providers and professional advisers from time to time. See Section 5 of the SIP. The Trustee will also periodically assess the effectiveness of its decision-making and investment governance processes and will decide how this may then be reported to members.

7. Working with the Fund's employer

When reviewing matters regarding the DC Section's investment arrangements, such as the SIP, the Trustee seeks to give due consideration to the employer perspective. While the requirement to consult does not mean that the Trustee needs to reach agreement with the employer, the Trustee believes that better outcomes will generally be achieved if the Trustee and employer work together collaboratively.

Policy towards risk

The Trustee considers that there are several different types of investment risk that are important to manage and monitor. These include, but are not limited to:

1. Risk of inadequate returns

As members' benefits are dependent on the investment returns achieved, it is important that investment options are available which can be expected to produce adequate real returns over the longer term. Accordingly, equity and equity-based funds, which are expected to provide positive returns above inflation over the long term, have been made available to members and feature in the growth phase of the default option. To reduce the chance of a sharp deterioration in members' benefits close to retirement, the Trustee has made the default option a "lifestyle" strategy.

2. Risk from lack of diversification

This is the risk that failure of a particular investment, or the general poor performance of a given investment type, could materially adversely affect the DC Section's assets. The Trustee believes that the DC Section's assets and default option are adequately diversified between different asset classes and within each asset class and the DC options provide a suitably diversified range for members to choose from. This was a key consideration when determining the DC Section's investment arrangements and is monitored by the Trustee on a regular basis.

3. Equity risk

The Trustee believes that equity risk is a rewarded investment risk, over the long term. The Trustee considers exposure to equity risk in the context of the DC Section's overall investment strategy and believes that the level of exposure to this risk is appropriate.

4. Investment manager risk

This is the risk that an investment manager fails to meet its investment objectives. Prior to appointing an investment manager, the Trustee receives written advice from a suitably qualified individual. The Trustee monitors the investment managers on a regular basis to ensure they remain appropriate for their selected mandates.

5. Illiquidity/marketability risk

This is the risk that core financial transactions, such as investing members' contributions, are not processed promptly due to lack of liquidity in the investments. The Trustee manages this risk by only using pooled funds with daily dealing within the default strategy and diversifying the strategy across different types of investment.

6. Climate-related risks

Climate change is a source of risk, which could be financially material over both the short and longer term. This risk relates to the transition to a low carbon economy, and the physical risks associated with climate change (eg extreme weather). The Trustee seeks to appoint investment managers who will manage this risk appropriately, and from time to time review how this risk is being managed in practice.

7. Other ESG risks

ESG factors are sources of risk to the DC Section's investments which could be financially material, over both the short and longer term. These potentially include risks relating to factors such as unsustainable business practices and unsound corporate governance. The Trustee seeks to appoint investment managers who will manage these risks appropriately on their behalf and from time to time reviews how these risks are being managed in practice.

8. Risk from excessive charges

If the investment management charges together with other charges levied on, for example, transfers or early retirement are excessive, then the value of a member's account will be reduced unnecessarily. The Trustee is comfortable that the charges applicable to the DC Section are in line with market practice and assess regularly whether these represent good value for members.

9. Credit risk

This is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

The DC Section is subject to credit risk because it invests in bonds via pooled funds. The Trustee manages its exposure to credit risk by only investing in pooled funds that have a diversified exposure to different credit issuers.

10. Currency risk

Whilst the majority of the currency exposure of the DC Section's assets is to Sterling, the DC Section is subject to currency risk because some of the DC Section's investments are held in overseas markets. The Trustee considers the overseas currency exposure in the context of the overall investment strategy, and believes that the currency exposure that exists diversifies the strategy and is appropriate.

11. Other non-investment risks

The Trustee recognises that there are other, non-investment, risks faced by the DC Section, and takes these into consideration as far as practical in setting the DC

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Section's investment arrangements as part of its assessment of the other aspects of the DC Section's Integrated Risk Management framework.

Appendix 3 (cont)

Page 13 of 13