



# Shareholder Engagement Policy

Version: 1.0

September 2020

## Contents

1	Purpose.....	3
2	Review of Policy.....	3
3	Disclosure Requirements.....	3
4	Integration of Shareholder Engagement in Investment Strategy.....	4
5	Monitoring Investee Companies.....	4
6	Conduct dialogues with Investee Companies.....	4
7	Exercise Voting and any other Shareholder Rights.....	4
8	Cooperate with other Shareholders.....	5
9	Communicate with Relevant Stakeholders.....	5
10	Managing Conflicts of Interests in Engagement.....	5
11	Breaches of Engagement Policy.....	5

## 1 Purpose

This policy details how Global Systematic Investors (**GSI**) integrates shareholder engagement with its investment strategy.

The Firm is authorised by the Financial Conduct Authority (FCA) and, as such, will act in accordance to the rules as defined in the FCA Handbook and the Shareholders Rights Directive II (SRD II), which will take precedence over the requirements of this policy.

## 2 Review of Policy

This policy will be reviewed regularly, at least once a year, and amended as considered necessary by the Firm's Management Body in the event of changing circumstances or regulations.

## 3 Disclosure Requirements

Under SRD II, the Firm is required to disclose a Shareholder Engagement Policy or provide a clear and detailed explanation why it is not. In order to meet these requirements, the Firm will provide information in this policy on how it:

- Integrates shareholder engagement in its investment strategy
- Monitors investee companies on relevant matters, including:
  - Strategy
  - Financial and non-financial performance and risk
  - Capital structure
  - Social and environmental impact
  - Corporate governance
- Conducts dialogues with investee companies
- Exercises voting and any other shareholder rights
- Cooperates with other shareholders
- Communicates with relevant stakeholders
- Manages (potential) conflicts of interests in their engagement

The Firm will publicly disclose on an annual basis on its website:

- The engagement policy's implementation
- A general description of voting behaviour
- An explanation of the most significant votes
- The use of the services of proxy advisors
- How the firm cast votes in the general meetings of companies in which it holds shares unless these votes are considered insignificant due to the subject matter of the vote or the size of the holding in the company

The Firm details in this document why it is not disclosing information on its shareholder engagement.

## 4 Integration of Shareholder Engagement in Investment Strategy

We do not currently integrate shareholder engagement into our investment strategy. We have made this decision after consideration of the costs (for example of voting proxies) versus the benefits. We consider that the benefits of voting proxies, for example, would be immaterial given that the funds we manage are small thus holdings in each company are inconsequential relative to their total shareholder base.

As the assets we manage grow, we will reconsider this position in light of future costs.

## 5 Monitoring Investee Companies

GSI is committed to the principle of good corporate governance.

As part of our investment process we use research ~~bought from~~ provided by Sustainalytics, a consultancy specialising in the research of companies' approaches to their environmental, social, and governance ("ESG") responsibilities. This research is used to as part of our investment process and helps us in deciding whether, and how much, to invest in individual companies.

An overview of the ESG elements used in our investment process can be found on our website at [www.gsillp.com](http://www.gsillp.com).

## 6 Conduct dialogues with Investee Companies

Our approach uses a quantitative and systematic approach to select which companies are suitable for investment and how much to invest. We do not conduct dialogues with companies in which we may invest or in which we are invested. If there were a circumstance where we believed it would benefit our clients, we would engage directly with the management of an investee company to communicate our concerns and to understand that company's approach to its responsibilities.

## 7 Exercise Voting and any other Shareholder Rights

At this stage in our business, being a small investment company with relatively insignificant holdings in each of our investee companies, there would be no benefit to our clients if we were to vote on the shares held by our fund(s). Therefore, we will generally abstain from voting as we consider not voting to be in the best interests of our clients. If we were to vote, we would publish a summary of our voting on our website.

Our approach to voting proxies is laid out in our Proxy Voting Policy, which can be found on our website at [www.gsillp.com](http://www.gsillp.com).

When voting, GSI will consider what is in the best interests of our clients. For example, our voting policies generally oppose increases in management control that come at the expense of shareholders.

## 8 Cooperate with other Shareholders

We recognise that it may be appropriate in certain circumstances to work with other shareholders to increase shareholder value or effect positive change. We are willing to act collectively with other shareholders where it:

- will be more successful than acting individually;
- is considered consistent with the Firm's objectives;
- is in the best interests of the Firm's client; and
- is in compliance with the law and regulation.

## 9 Communicate with Relevant Stakeholders

At GSI we do not directly communicate with relevant stakeholders. We use research [bought from provided by](#) Sustainalytics, a consultancy specialising in the research of companies' approaches to their environmental, social, and governance ("ESG") responsibilities. As part of its business, Sustainalytics may communicate with relevant stakeholders to better understand a firm's approach to its ESG responsibilities.

## 10 Managing Conflicts of Interests in Engagement

As we do not engage directly with investee companies or relevant stakeholders, we believe that there exists no conflict of interest. However, we have a policy which sets out how we identify and manage actual and potential conflicts of interest. Please refer to the Conflicts of Interest Policy for further information.

## 11 Breaches of Engagement Policy

Any breaches of the rules will be recorded on the Firm's breach log in conjunction with its Regulatory Breach policy.