

## **Bodycote UK Pension Scheme**

### **Statement of Investment Principles (“SIP”)**

#### **Purpose of this Statement**

This SIP has been prepared by the Trustee of the Bodycote UK Pension Scheme (the “Scheme”). This statement sets out the principles governing the Trustee decisions to invest the assets of the Scheme.

The Trustee has also taken the Myners’ Principles into consideration when making decisions about the Scheme’s investment arrangements.

Details on the Scheme’s investment arrangements are set out in the Investment Implementation Document (“IID”).

#### **Update to this Statement**

The Trustee notes the period of heightened market volatility towards the end of September 2022 and into October 2022, in particular within the gilt market. Over the period, the Trustee took several actions to aid its liquidity position and its ability to provide collateral to support the Liability Driven Investment (“LDI”) mandate with LGIM. These actions included redemptions from non-LDI mandates which has meant the current asset allocation has materially deviated from the target asset allocation (and importantly, outside of the agreed control ranges). The Trustee is currently engaging with the sponsoring employer in respect of the investment strategy and hence a new strategic benchmark will be agreed, and the SIP and IID will be updated, following conclusion of these discussions.

#### **Investment objectives**

The Trustee invests the assets of the Scheme with the aim of ensuring that all members’ accrued benefits can be paid. The Scheme’s funding target is specified in the Statement of Funding Principles. The Scheme funding position will be reviewed on an ongoing basis to assess the position relative to the funding target and whether the investment arrangements remain appropriate to the Scheme’s circumstances.

The Scheme’s present investment objective is to achieve a return of around 1.8% per annum above the return on UK Government bonds, which are considered to move in line with the calculated present value of the Scheme’s liabilities.

#### **Investment strategy**

The Trustee take a holistic approach to considering and managing risks when formulating the Scheme’s investment strategy.

The Scheme’s investment strategy was derived following careful consideration of the factors set out in Appendix A. The considerations include the nature and duration of the Scheme’s liabilities, the risks of investing in the various asset classes, the implications of the strategy (under various scenarios) for the level of employer contributions required to fund the Scheme, and also the strength of the sponsoring company’s covenant. The Trustee considered the merits of a range of asset classes.

The Trustee recognise that the investment strategy is subject to risks, in particular the risk of a mismatch between the performance of the assets and the calculated value of the liabilities. This risk is monitored by regularly assessing the funding position and the characteristics of the assets and liabilities. This risk is managed by investing in assets which are expected to perform in excess of the liabilities over the long term, and also by

investing in a suitably diversified portfolio of assets with the aim of minimising (as far as possible) volatility relative to the liabilities.

The assets of the Scheme consist predominantly of investments which are traded on regulated markets.

### **Investment Management Arrangements**

The Trustee has appointed several investment managers to manage the assets of the Scheme as listed in the IID. The investment managers are regulated under the Financial Services and Markets Act 2000.

All decisions about the day-to-day management of the assets have been delegated to the investment managers via a written agreement. The delegation includes decisions about:

- Selection, retention and realisation of investments including taking into account all financially material considerations in making these decisions;
- The exercise of rights (including voting rights) attaching to the investments;
- Undertaking engagement activities with investee companies and other stakeholders, where appropriate

The Trustee takes investment managers' policies into account when selecting and monitoring managers. The Trustee also takes into account the performance targets the investment managers are evaluated on. The investment managers are expected to exercise their powers of investment with a view to giving effect to the principles contained within this statement, so far as reasonably practicable.

The investment managers' remuneration is based upon a percentage value of the assets under management. The fees have been negotiated to be competitive and are reviewed on an ongoing basis. The Scheme's Direct Lending mandate is also subject to a performance related fee element.

As the Scheme's assets are invested in pooled vehicles, the custody of the holdings is arranged by the investment manager.

## Investment Manager Monitoring and Engagement

The Trustee monitors and engages with the Scheme's investment managers and other stakeholders on a variety of issues. Below is a summary of the areas covered and how the Trustee seeks to engage on these matters with investment managers.

| Areas for engagement                                                             | Method for monitoring and engagement                                                                                                                                                                                                                                                                                                                                                                                                | Circumstances for additional monitoring and engagement                                                                                                                                                                                                                                                                                                                          |
|----------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Performance, Strategy and Risk                                                   | <ul style="list-style-type: none"> <li>• The Trustee receives a quarterly performance report which details information on the underlying investments' performance, strategy and overall risks, which are considered at the relevant Trustee meeting.</li> <li>• Where appropriate, the Scheme's investment managers are invited, in person, to present to the Trustee on their performance, strategy and risk exposures.</li> </ul> | <ul style="list-style-type: none"> <li>• There are significant changes made to the investment strategy.</li> <li>• The risk levels within the assets managed by the investment managers have increased to a level above and beyond the Trustee's expectations.</li> <li>• Underperformance vs the performance objective over the period that this objective applies.</li> </ul> |
| Environmental, Social, Corporate Governance factors and the exercising of rights | <ul style="list-style-type: none"> <li>• The Trustee will be provided with example summaries of existing manager engagement with Environmental, Social and Corporate Governance factors which will be reviewed on an ongoing basis.</li> <li>• The Trustee will engage, via their investment adviser, with investment managers and/or other relevant persons about relevant matters.</li> </ul>                                     | <ul style="list-style-type: none"> <li>• The manager has not acted in accordance with their policies and frameworks.</li> </ul>                                                                                                                                                                                                                                                 |

Through the engagement described above, the Trustee, where appropriate, will work with the investment managers to improve their alignment with the above policies. Where sufficient improvement is not observed, the Trustee will review the relevant investment manager's appointment and will consider terminating the arrangement.

The Trustee will consider the views of the members of the Scheme when making investment policy decisions if it deems these are appropriate.

### Employer-related investments

The policy of the Trustee is not to hold any employer-related investments as defined in the Pensions Act 1995 and the Occupational Pension Schemes (Investment) Regulations 2005 except where the Scheme invests in collective investment schemes that may hold employer-related investments. In this case, the total exposure to employer-related investments will not exceed 5% of the Scheme's total value. The Trustee will monitor this on an ongoing basis to ensure compliance.

## **Direct investments**

Direct investments, as defined by the Pensions Act 1995, are products purchased without delegation to an investment manager through a written contract. When selecting and reviewing any direct investments, the Trustee will obtain appropriate written advice from their investment advisers.

## **Governance**

The Trustee of the Scheme makes all major strategic decisions including, but not limited to, the Scheme's asset allocation and the appointment and termination of investment managers.

When making such decisions, and when appropriate, the Trustee takes proper written advice. The Trustee's investment advisers, Isio, are qualified by their ability in and practical experience of financial matters and have the appropriate knowledge and experience. The investment adviser's remuneration may be a fixed fee or based on time worked, as negotiated by the Trustee in the interests of obtaining best value for the Scheme.

## **Compliance**

This Statement has been prepared in compliance with the Pensions Act 1995, the Pensions Act 2004, and the Occupational Pension Schemes (Investment) Regulations 2005. Before preparing or subsequently revising this Statement, the Trustee consulted the sponsoring company and took appropriate written advice. The Statement is reviewed at least every three years, and without delay after any significant change in the investment arrangements.

**Signed: Bodycote Pension Trustees Limited on behalf of the Bodycote UK Pension Scheme**

**Date: July 2023**

## Appendix A – Risks, Financially Material Considerations and Non-Financial matters

A non-exhaustive list of risks and financially material considerations that the Trustee has considered and sought to manage is shown below.

The Trustee adopts an integrated risk management approach to managing these risks over the long term. The three key risks associated within this framework and how they are managed are stated below:

| <b>Risks</b> | <b>Definition</b>                                                                                                       | <b>Policy</b>                                                                                                                                                                                                                                                                                                                              |
|--------------|-------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Investment   | The risk that the Scheme's position deteriorates due to the assets underperforming.                                     | <ul style="list-style-type: none"> <li>• Selecting an investment objective that is achievable and is consistent with the Scheme's funding basis and the sponsoring company's covenant strength.</li> <li>• Investing in a diversified portfolio of assets.</li> </ul>                                                                      |
| Funding      | The extent to which there are insufficient Scheme assets available to cover ongoing and future liability cash flows.    | <ul style="list-style-type: none"> <li>• Funding risk is considered as part of the investment strategy review and the actuarial valuation.</li> <li>• The Trustee will agree an appropriate basis in conjunction with the investment strategy to ensure an appropriate journey plan is agreed to manage funding risk over time.</li> </ul> |
| Covenant     | The risk that the sponsoring company becomes unable to continue providing the required financial support to the Scheme. | <ul style="list-style-type: none"> <li>• When developing the Scheme's investment and funding objectives, the Trustee take account of the strength of the covenant ensuring the level of risk the Scheme is exposed to is at an appropriate level for the covenant to support.</li> </ul>                                                   |

The Scheme is exposed to a number of underlying risks relating to the Scheme's investment strategy, these are summarised below:

| <b>Risk</b>                  | <b>Definition</b>                                                                                                                                       | <b>Policy</b>                                                                                                                                                                                              |
|------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Interest rates and inflation | The risk of mismatch between the value of the Scheme assets and present value of liabilities from changes in interest rates and inflation expectations. | The Trustee aims to hedge this risk where it is deemed appropriate and affordable.                                                                                                                         |
| Liquidity                    | Difficulties in raising sufficient cash when required without adversely impacting the fair market value of the investment.                              | To maintain a sufficient allocation to liquid assets so that there is a prudent buffer to pay members benefits as they fall due (including transfer values), and to provide collateral to the LDI mandate. |
| Market                       | Experiencing losses due to factors that affect the overall performance of the financial markets.                                                        | To remain appropriately diversified to avoid over-reliance on any one asset class.                                                                                                                         |

|                                      |                                                                                                                                                                      |                                                                                                                                                                                                                                                                                                                |
|--------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Credit                               | Default on payments due as part of a financial security contract.                                                                                                    | To diversify this risk by investing in a range of credit markets across different geographies and sectors.<br>To appoint investment managers who actively manage this risk by seeking to invest only in debt securities where the yield available sufficiently compensates the Scheme for the risk of default. |
| Environmental, Social and Governance | Exposure to Environmental, Social and Governance factors, including but not limited to climate change, which can impact the performance of the Scheme's investments. | To acknowledge Environmental, Social and Governance factors when appointing new mandates and when monitoring existing mandates.                                                                                                                                                                                |
| Currency                             | The potential for adverse currency movements to have an impact on the Scheme's investments.                                                                          | To largely invest in GBP share classes where possible to eliminate direct currency risk. To largely invest with managers that hedge exposure to foreign currency risk in underlying holdings, except where active currency positions are held. <sup>(1)</sup>                                                  |
| Non-financial                        | Any factor that is not expected to have a financial impact on the Scheme's investments.                                                                              | Non-financial matters, such as reputational risks, are taken into account in the selection, retention and realisation of investments where it is deemed appropriate.                                                                                                                                           |
| Longevity                            | Members of the Scheme living longer than expected, leading to a larger than expected liability.                                                                      | Where appropriate, the Trustee will consider hedging this risk where it is practical and affordable to do so.                                                                                                                                                                                                  |
| Counterparty                         | A counterparty fails to meet its financial transaction obligations.                                                                                                  | To diversify risk by investing across a range of managers and asset classes. To appoint managers that have suitable risk management processes.                                                                                                                                                                 |

Notes: (1) The Scheme's direct lending manager, Permira, and the Schemes Semi-Liquid Credit manager, Apollo, may have non-GBP principal investments which are hedged back with a portion of income hedged also.

## Appendix B

The Trustee has the following policies in relation to the investment management arrangements for the Scheme:

|                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p><b>How the investment managers are incentivised to align their investment strategy and decisions with the Trustee’s policies.</b></p>                                                                                                                                   | <ul style="list-style-type: none"> <li>• As the Scheme is invested in pooled funds, there is no scope for these funds to tailor their strategy and decisions in line with the Trustee policies. However, the Trustee invests in a portfolio of pooled funds that are aligned to the strategic objective.</li> <li>• The Scheme’s mandates for Direct Lending and Semi-Liquid Credit are subject to a performance related fee.</li> </ul>                                                                                                                                                                           |
| <p><b>How the investment managers are incentivised to make decisions based on assessments of medium to long-term financial and non-financial performance of an issuer of debt or equity and to engage with them to improve performance in the medium to long-term.</b></p> | <ul style="list-style-type: none"> <li>• The Trustee reviews the investment managers’ performance relative to medium and long-term objectives as documented in the investment management agreements.</li> <li>• The Trustee does not incentivise the investment managers to make decisions based on non-financial performance.</li> </ul>                                                                                                                                                                                                                                                                          |
| <p><b>How the method (and time horizon) of the evaluation of investment managers’ performance and the remuneration for their services are in line with the Trustee’s policies.</b></p>                                                                                     | <ul style="list-style-type: none"> <li>• The Trustee reviews the performance of all of the Scheme’s investments on a net of cost basis to ensure a true measurement of performance versus investment objectives.</li> <li>• The Trustee evaluates performance over the time period stated in the investment managers’ performance objective, which is typically 3 to 5 years.</li> </ul>                                                                                                                                                                                                                           |
| <p><b>The method for monitoring portfolio turnover costs incurred by investment managers and how they define and monitor targeted portfolio turnover or turnover range.</b></p>                                                                                            | <ul style="list-style-type: none"> <li>• The Trustee does not directly monitor turnover costs. However, the investment managers are incentivised to minimise costs as they are measured on a net of cost basis.</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                         |
| <p><b>The duration of the Scheme’s arrangements with the investment managers</b></p>                                                                                                                                                                                       | <ul style="list-style-type: none"> <li>• The duration of the arrangements is considered in the context of the type of fund the Scheme invests in. <ul style="list-style-type: none"> <li>○ For closed ended funds or funds with a lock-in period the Trustee ensures the timeframe of the investment or lock-in is in line with the Trustee objectives and Scheme’s liquidity requirements.</li> <li>○ For open ended funds, the duration is flexible and the Trustee will from time-to-time consider the appropriateness of these investments and whether they should continue to be held.</li> </ul> </li> </ul> |
| <p><b>Voting Policy – How the Trustee expects investment managers to vote on their behalf</b></p>                                                                                                                                                                          | <ul style="list-style-type: none"> <li>• The Trustee has acknowledged responsibility for the voting policies that are implemented by the Scheme’s investment managers on their behalf.</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                  |
| <p><b>Engagement Policy – How the Trustee will engage with investment managers about ‘relevant matters’</b></p>                                                                                                                                                            | <ul style="list-style-type: none"> <li>• The Trustee has acknowledged responsibility for the engagement policies that are implemented by the Scheme’s investment managers on their behalf.</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                              |