MAINFIRST

POLICIES AND STRATEGIES FOR THE EXERCISE OF VOTING RIGHTS

MAINFIRST AFFILIATED FUND MANAGERS S.A.

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Policies and strategies for the exercise of voting rights

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1 Brief description

The aim of the policy is to ensure that company employees and entities in all business areas are always and fully in compliance with statutory, supervisory, professional and ethical regulations.

2 Description of the policy

As a competent partner for the conception and administration of fund structures, as well as for individual portfolio management in accordance with the Act of 2013, MainFirst Affiliated Fund Managers S.A. undertakes to take particular care in regard to investors when exercising voting rights.

Voting rights are exercised by means of a written proxy, which includes instructions on how to exercise any voting rights.

MainFirst Affiliated Fund Managers S.A. or an appointed proxy will then vote on behalf of, and in accordance with, the following strategic guidelines of MainFirst Affiliated Fund Managers S.A.. In individual instances, and taking costs into account, MainFirst Affiliated Fund Managers S.A. will decide if and how voting rights should be exercised in the sole interest of investors.

Shareholders' voting rights are to be exercised in a fiduciary capacity according to the following formulated principles, which are to be interpreted as guidelines.

1) The interest of the investors in the UCITS/UCI is the sole basis for any decision to exercise voting rights.

2) Any decision to exercise voting rights shall be made irrespective of the interests of any other third party,

3) It is imperative that the integrity of the markets is respected and upheld as an equal criterion when deciding on the exercise of voting rights,

4) Voting rights are exercised in strict compliance with statutory and regulatory rules and standards, in particular Regulation 10-4, Delegated Regulation 231/2013, the CSSF Circular 18/698, as well as with the rules on internal corporate governance. Pursuant to Article 23 of Regulation 10-4 and Article 37 of Delegated Regulation 231/2013, the Company has, among other things, established an appropriate and effective policy with regard to when and how the voting rights attached to the securities in the portfolios managed are to be exercised so as to be solely for the benefit of the relevant UCI and its investors.

5) Voting rights must be exercised with full respect for internal, transparent ESG standards, encompassing the following specific factors:

- Sound corporate governance is an essential factor for increasing the value of any company.
    - We understand the necessity for major shareholders to actively participate in the development of a company.
- We have an active role in fostering progress within the companies towards profitable and sustainable value creation.
    - We are major stakeholders in many companies. We therefore attend Annual General Meetings and other meetings and seek regular dialogue with company representatives as part of our commitment.
- We observe a wide range of financial and non-financial performance indicators, which have to be tracked and monitored on a regular basis – also including many ESG-related issues.
    - These include, in particular: General principles for good Corporate Governance (accountability and competence of the Board of Directors and Supervisory Board, share ownership, independence, conflicts of interest, diversity, appointment procedures, remuneration and incentive programmes, audits, transparency of decision-making).
    - Capital structure: (disclosure, capital allocation policy, approval of corporate actions and public offerings, equal treatment of shareholders)
- ESG factors have an impact on a company's value and reputation and on the ability to achieve long-term returns.
    - We therefore want our companies to be aware of the relevant social and environmental risk factors, including them in their medium- to long-term strategies.
    - We support proposals to the General Meeting aiming to improve environmental footprint and reduce ESG risks.
    - Our voting rights need to be used to promote ESG risk avoidance and improve corporate transparency (e.g., on climate change, water consumption, diversity, human rights abuses and corporate governance, business ethics, code of conduct, environmental and social practices).
    - We can vote against the re-election or discharge of the Board of Directors or Supervisory Board, e.g., as a result of inadequate avoidance of ESG risks.

These principles are regularly reviewed, at least once a year, and amended as required and necessary. The current version of the principles for exercising voting rights is published on the company's website (www.mainfirst-invest.com).

In the event of discrepancies regarding the interpretation of the translation, the original document in German shall prevail.