

1 Introduction

- 1.1 This Statement sets out the principles governing decisions concerning investments for the Beatson Clark Pension Scheme (the Scheme) in accordance with the requirements of the Pensions Acts 1995 & 2004 and the Occupational Pension Schemes (Investment) Regulations 2005 and the 2018 changes to this Act. The amended Investment Regulations now mean that it is vital that trustees of all schemes understand and include ESG factors and stewardship approaches in their investment decision-making. A failure to do this puts trustees at significant risk of breaching their legal and regulatory duties. This document is subject to periodic review by the Trustee of the Beatson Clark (Trustees) Limited.
- 1.2 Before finalising this Statement the Trustee has, as required by section 35(3) of the 1995 Act and the 2005 amended Investment Regulations, considered advice from its investment adviser, who they believe has the appropriate knowledge, ability and experience of the management of the investments of schemes such as this, to enable them to provide that advice. The Trustee has also taken account of the liability profile and projected cash flows provided by their advisers along with the new ESG framework now in place.
- 1.3 Following this the Trustees have then prepared this Statement of Investment Principles.
- 1.4 The Trustee has consulted Beatson Clark Limited as the Principal Employer under the Scheme, and they have agreed the approach taken in this Statement.
- 1.5 The Scheme provides Defined Benefits (DB) for members and their dependants in accordance with its Trust Deed and Rules (the Rules). This category is closed to future accrual, with all employees having a separate Defined Contribution (DC) arrangement.
- 1.6 This Statement is consistent with the investment powers of the Trustee as set out in the Rules and the Trustee will refer to the Rules for any clarification of their investment powers. (See Appendix 1.) Neither this Statement nor the Rules restricts the Trustee's investment powers by requiring the consent of the Principal Employer.
- 1.7 With the exception of cash, the Trustee does not conduct any day-to-day management of any of the Scheme's investments. Such management is delegated to appropriately qualified investment managers.

2 Choosing Investments and Engagement

- 2.1 The Trustee expects any fund manager appointed by them to have regard to the need for diversification of investments, in so far as this is appropriate to the circumstances of the Scheme.
- 2.2 Before investing in any manner, the Trustee will obtain and consider advice from their appointed Investment Adviser and/or their appointed fund managers as appropriate on the suitability of such investment and its appropriateness in accordance with this Statement.
- 2.3 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.
- 2.4 The Trustees are of the belief that ESG and climate risk considerations may 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 Trustee also recognises 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.
- 2.5 The Trustees considers it to be 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.
- 2.6 The Trustee considers it to be part of their investment managers' role 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.
- 2.7 Should an investment manager be failing in these respects, this should be captured in the Scheme's regular performance monitoring.

- 2.8 The Scheme's investment managers are granted full discretion over whether to invest in the Principal Employer's business. Through their consultation with the Principal Employer when setting this Statement of Investment Principles, the Trustee has 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.
- 2.9 The Trustee expects all investment managers to have a conflict of interest policy in relation to their engagement and ongoing operations. In doing so, the Trustee believes they have managed the potential for conflicts of interest in the appointment of the investment manager and conflicts of interest between the Trustee /investment manager and the investee companies.
- 2.10 In selecting and reviewing their investment managers, where appropriate, the Trustee will, where relevant, consider investment managers' policies on engagement and how these policies have been implemented.
- 2.11 The Trustee currently uses a mix of funds with M&G, Standard Life and Legal & General Investment Managers.

3 Governance

- 3.1 The Trustee of the Scheme is responsible for the investment of the Scheme assets. The Trustee takes some decisions and delegates others. When deciding which decisions to take and which to delegate, the Trustees have considered whether it has the appropriate training and expert advice in order to take an informed decision.
- 3.2 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 Trustee confident that the investment manager recommendations they make are free from conflict of interest.
- 3.3 The Trustee has established the following decision-making structure:

Trustee

- Set structures and processes for carrying out its role
- Select and monitor asset allocation
- Select and monitor investment managers and performance of ESG and Climate Change protocols
- Make day to day decisions relevant to the operation of the Scheme's investment strategy
- Consider new investment ideas and approaches
- Consider comments made by its investment adviser and the Newship Group Pension sub Committee.

Investment Adviser

- Advises on the investment of the Scheme assets, including implementation
- Provides Advice to the Trustee on the views put forward by the Pension sub Committee
- Advises on this Statement
- Arranges training as required to Trustee directors

Fund Managers

- Operate within the terms of this Statement and their written contracts
- Select individual investments with regard to their suitability and diversification and ESG principles
- Advise the Trustee on the suitability of its benchmarks

4 Compliance with the Statutory Funding Objective (SFO)

- 4.1 The Trustee has completed its Statement of Funding Principles in accordance with the SFO and have established through and independent review, that the Employer has a 'tending to weak' Covenant mainly because of the continued requirement for investment in the infrastructure of the business. However the Employer remains committed to funding the benefits as they fall due and have provided additional assurances to the Trustee on this matter.
- 4.2 The general funding policy is:
- 4.2.a to seek to establish and maintain the SFO funding level at 100% or above within the period ending 31st December 2035;
 - 4.2.b to consider altering the investment strategy should the Trustee be advised, at a future stage, that not to do so might involve an unacceptably high risk that the SFO funding level might be unstable and adversely threatened; and

4.2.c to invest the assets such that the risk of deterioration of the SFO funding level to below 100% is balanced against the risk of not achieving the other objectives set out in this Statement and the Statement of Funding Principles. (The Trustee has agreed additional measures with the Employer on the Scheme Deficit).

5 Types of Investments to be Held

5.1 The Scheme's assets have increased to some £106 million. Members no longer accrue benefits.
 5.2 At the present time there are 183 Deferred and 606 Pensioner members giving a total of 789. The membership profile suggests that the longer-term investment strategy to match this liability profile would be to invest in the following proportions.

- UK equities (or similar types of assets) 40% to 60%,
- UK bonds (or similar types of assets) 60% to 40%

5.3 However, to take advantage of wider investment opportunities in the UK and overseas and to allow for temporary anomalies in investment markets, the tactical asset allocation will be as follows (expressed as a percentage of the market value of the total assets including cash at bank):

Asset Class	Current SIP	Actual Q2 2019
• UK equities	0 - 45%	29.3%
• Overseas equities	0 - 35%	20.2%
• UK and Overseas bonds	0 - 35%	29.4%
• UK Fixed Interest Gilts	0 - 25%	0.7%
• Index Linked Gilts	0 - 25%	11.1%
• Property	0 - 20%	2.2%
• Cash & Derivatives	0 - 20%	4.8%
• Other	0 - 20%	2.3%
• NOTE: the above are aspirations because of the funds' nature	Total	100%

5.4 The Trustee has confirmed that other than for reasons of portfolio insurance to help reduce volatility there will be no direct investment in venture capital.

5.5 There will normally be no direct investment in property, or in unquoted companies or illiquid assets.

5.6 There will generally be no self-investment in the Employer.

6 Fund Choice

6.1 The funds currently in use are:-

LGIM	M&G
North America Equity Index	All Stocks Corporate Bond Fund
North America Equity Index - GBP Hedged	Total Return Credit Investment
Europe (ex UK) Equity Index	Cash Fund
Europe (ex UK) Equity Index - GBP Hedged	UK Property Fund
Asia Pacific exJap Equity Index	UK Index Linked Fund
A/Pac exJap Dev Index - GBP Hedged	North America Fund
World Emerging Markets Equity Index	Pacific Basin Ex Japan Fund
	Europe Passive Fund
	UK Equity Fund

6.2 The Trustee receives quarterly updates from their Investment Adviser.

7 Concentration of Investments

7.1 In order to avoid undue concentration in any type or sector of investment, where segregated funds are used, the Trustee will impose on any fund manager appointed by it such requirements to diversify and such restrictions as it deems appropriate.

8 Risk

8.1 The Trustee has considered the following risks which influence the investment approach:

- the risk of deterioration in the Scheme's funding level over the long term
- the risk of a shortfall of assets relative to the PPF liabilities
- the risk of the SFO ratio falling below 80%
- the risk of the Employer being unable to support the Scheme
- the risk that the fund managers will not achieve the rate of return expected by the Trustee
- the risk that the investment return will not be sufficient to keep pace with the growth in the accrued liabilities and in particular price and salary inflation
- the risk of mismatching the profile of the assets with the liabilities
- Risk of fund managers not meeting their objectives ("manager risk"). This risk is considered by the Trustee and its advisers both upon the initial appointment of the fund manager and on an on-going basis thereafter.
- The risk of fraud, poor advice or acts of negligence ("operational risk"). The Trustee has sought to minimise such risk by ensuring that all advisers and third-party service providers are suitably qualified and experienced, and that suitable liability and compensation clauses are included in all contracts for professional services received.

8.2 These risks are considered as part of each normal strategy review. In addition, the Trustee measures risk, in terms of the performance of the assets compared to the benchmarks, quarterly, along with monitoring any significant issues with the fund managers that may impact their ability to meet the performance expectations.

9 Investment Objectives

9.1 The primary investment objective of the Scheme is to ensure that the existing assets together with stable future contributions will be sufficient to provide for the benefits as they fall due.

9.2 It is the Trustee's intention to follow a stable investment strategy to achieve: -

- a below average risk of reducing the security of members' accrued benefits
- a stable long-term funding rate

9.3 The fund managers have self-imposed targets which are endorsed by the Trustee. The Trustee have elected where possible to measure performance against each fund's published benchmark.

9.4 The Trustees expect the long-term return on funds that invest predominantly in equities to exceed price inflation and general salary growth. The long term returns on the bond and cash investments are expected to be lower than returns on funds that invest predominantly in equities. However, bond investments are expected to broadly match the price of annuities, offering some protection in the amount of any secured pension for members closer to retirement. Cash/Deposit style funds will provide protection against changes in short-term capital values and may be appropriate for that part of members' retirement benefits that are taken in the form of tax-free cash.

9.5 At the current time the Trustee has taken the decision not to invest in Liability Driven Investments (LDI) due to the current market conditions, but has agreed additional security with the Employer, in the event of a deterioration in the deficit over the actuarial cycle. LDI will be considered at some point in the future.

10 Realisation of Investments

10.1 Subject to any cash requirements of the Scheme to meet benefit payments, the realisation of investments is delegated to the appointed fund managers as part of their day-to-day management activities. The Trustee advise which funds to disinvest from.

11 Incentivising alignment with the Trustee's investment policies - Environmental, Social and Governance (ESG) criteria

- 11.1 The Trustee believes that environmental, social and governance factors are financially material and therefore have a policy to consider these, alongside other factors, when selecting or reviewing the Scheme's investments.
- 11.2 Prior to appointing an investment manager, and where relevant, the Trustees discuss 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 Trustee's own investment beliefs.
- 11.3 The Trustee will be reliant on the information presented by the investment manager and their investment advisors regarding the extent to which an investment manager allows for ESG in making their investment decisions. Furthermore, an investment manager's excellence in this area will not take precedence over other factors, including (but not limited to) historical performance or fees.
- 11.4 The Trustee carries out a strategy review at least every three years where they assess the continuing relevance of the strategy in the context of the of the Scheme's membership, and their aims, beliefs and constraints.
- 11.5 Investment manager ESG policies are reviewed in the context of best industry practice and feedback may be provided to the investment managers where relevant.
- 11.6 The Trustees are mindful that the impact of ESG and Climate Change (CC) is of a long term nature but 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 and this is acknowledged in their investment management arrangements.
- 11.7 When considering the management of objectives for an investment manager, including ESG and CC, and the effectiveness and performance, the Trustees will assess these over a rolling timeframe of typically 3 to 5 years. This is to ensure the investment manager makes decisions based on an appropriate time horizon. Where a fund has a shorter-term target such as absolute return, it is expected that these will be supplementary to the longer-term performance target which the Trustees expect to represent an appropriate alignment of interests.
- 11.8 The Trustees expect the investment manager to be voting and engaging on behalf of the Schemes holdings and this will be monitored within the Implementation Statement in the Scheme's Annual Report and Accounts.
- 11.9 The Trustees do not expect ESG and CC considerations to be disregarded by investment managers in pursuit of short-term targets.

12 Governance and Assessing Performance

- 12.1 The Trustee expects the Investment Manager to exercise the rights attaching to investments on behalf of all participants in the manner which supports the investment and performance objectives of the Scheme.
- 12.2 The Trustees monitors the performance of their investment managers over medium to long term periods that are consistent with the Trustee's investment aims, beliefs and constraints.
- 12.3 The Scheme invests exclusively in pooled funds. The investment manager is remunerated by the Trustee based on the assets they manage on behalf of the Trustee. As the funds grow, due to successful investment by the investment manager, they receive more and as values fall, they receive less.
- 12.4 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.
- 12.5 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, and the appropriateness of the annual management charges are considered regularly as part of the review of the Statement of Investment Principles.
- 12.6 The Trustees acknowledge that portfolio turnover costs can impact on the performance of their investments. Overall performance is assessed regularly.
- 12.7 During the investment manager appointment process, the Trustee may consider both past and anticipated portfolio turnover levels. 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 Trustee acknowledges that for some asset classes, such as LDI, a higher turnover of contracts such as repurchase agreements can be beneficial to the fund from both a risk and cost perspective.

- 12.8 The Scheme's investments are in open-ended pooled funds and as such there are no pre-agreed timeframes for investment.
- 12.9 The suitability of the Scheme's asset allocation and its ongoing alignment with the Trustee's investment beliefs is assessed 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, is assessed.

13 Additional Voluntary Contributions (AVCs)

- 13.1 The Trustee has full discretion as to the appropriate vehicles made available for the investment of members' AVCs. Only investment vehicles considered suitable for AVC investments are considered by the Trustee, having taken appropriate advice.
- 13.2 The Trustee reviews its policy regarding the investment of AVCs at annual intervals and takes account of the returns achieved for members and any comments from members.
- 13.3 The present AVC providers are London Life and Prudential.

14 Myners Principles

- 14.1 The Trustee notes the Myners principles and continues to follow them to the extent that they are relevant to the size of the Scheme, nature of the liabilities and covenant of the Employer. The main investment principles set out in the Myners report are as follows:
- only those with sufficient expertise should take investment decisions
 - clear objectives should be set for fund managers relevant to the circumstances of the Scheme
 - consider asset classes reflecting the Scheme's own characteristics and not just the average asset allocation among other funds
 - have a clear understanding of transaction costs involved
 - operate a formal process of performance measurement.

15 Compliance

- 15.1 The Trustee will require any fund manager appointed by them to report at regular intervals (at least half yearly) on that manager's stewardship of the share of the Scheme assets under the manager's control.
- 15.2 The Trustee will review this Statement annually in response to any material changes to any aspects of the Scheme, its liability profile, funding position, the attitude to risk of the Trustee and the Employer and any weakening of the Employer's covenant, which it judges to have a bearing on the stated Principles.
- 15.3 The Trustee is aware of the potential disruption to anticipated cash flow projections that could arise from members seeking to transfer their scheme benefits to a DC arrangement in order to access Pension Flexibilities. No particular action is to be taken at this time but the demand and effect on the fund will be kept under review.
- 15.4 A review of this Statement will coincide with the triennial actuarial valuation. Any such review will be based on written, expert investment advice and will be in consultation with the Employer. Copies of the amended Statement will be sent to the appointed Investment Adviser and the Scheme Actuary.

16 Financially material considerations, non-financially material considerations and the exercise of voting rights

- 16.1 The Trustee considers that factors such as environmental, social and governance (ESG) issues (including but not limited to climate change) may be financially material for the Scheme over the length of time during which the benefits provided by the Scheme for members require to be funded to a level which would allow the benefits to be bought out with an insurer. This is likely to be more than five years from the date of this Statement of Investment Principles.
- 16.2 The Trustee have elected to invest the Scheme's assets through pooled funds. The choice of underlying funds is made by the Trustee after taking advice from their investment consultant. The Trustee, and the managers of the underlying funds, consider ESG factors (including climate change risks) in their decisions in relation to the selection, retention and realisation of investments, where deemed financially material. The Trustee takes those factors into account as follows:

- Selection of investments: assess the investment managers' ESG integration credentials and capabilities, including stewardship, as a part of requests for information/proposals as well as through other regular reporting channels.
- Retention of investments: Developing a monitoring process in order to monitor financially material factors, including ESG considerations.
- Realisation of investments: The Trustee may, where relevant, request information from investment managers about how ESG considerations are considered in decisions to realise investments.

The Trustee 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 Trustee will continue to monitor and assess ESG factors, and risks and opportunities arising from them by:

- Undergoing training on ESG considerations, as required, in order to understand fully how ESG factors and Climate Change could impact the Scheme and its investments;
- Monitoring the Scheme's investment managers, using ESG ratings information available within the pensions industry or provided by its investment consultant, to assess the Scheme's investment managers on ESG.
- The investment consultant will request that all the Scheme's investment managers provide information about their ESG policies, and details of how ESG is integrated into their investment processes annually.

16.3 Non-financially material considerations. The Trustees do not take into account the views of Scheme members and beneficiaries in relation to ethical considerations, social and environmental impact, or present and future quality of life of the members and beneficiaries of the Scheme (referred to as "non-financial matters" in the relevant Regulations) in the selection, retention and realisation of investments.

16.4 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 Trustee's 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.

16.5 The Trustee 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.

16.6 The investment managers will be asked to provide details of their stewardship policy and engagement activities at least annually. The Trustee will, with input from their investment consultant, monitor and review the information provided by the investment managers. Where possible and appropriate, the Trustee 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.

Signed for and on behalf of the Trustees _____ Date: _____

Appendix 1 – Investment Clause in Trust Deed Dated 11 September 2013

18.9 Investments

- 18.9.1 The Participating Employers shall pay or cause to be paid to the Trustees at least the contributions to be contributed in accordance with the Rules together with any expenses of administration and tax which in the opinion of the Trustees cannot be met out of the assets of the Scheme without prejudicing the benefits to be provided.
- 18.9.2 The contributions to be paid to the Trustees in accordance with, or for the purposes of the Scheme, and all investments for the time being representing the same and all income thereon, and all monies derived therefrom, shall be vested in the Trustees upon irrevocable trust to be held, applied and disposed of for the purposes of the Scheme in accordance with its provisions.
- 18.9.3 For the purposes of the Scheme, the Trustees may, anywhere, themselves or with others, acquire, hold, maintain, improve or dispose of any property, participate in or finance any company or business, deposit (whether or not at interest), lend or borrow money or other property, mortgage, charge or encumber any assets or enter any contract or risk any other type of investment as though they were absolutely and beneficially entitled to the assets.

18.10 Investment – particular cases

Under Rule 18.9.3 (but, except under Rule 18.10.6, without prejudice to its generality):

18.10.1 Types of Property

Property includes any interest in property, and property may be real or personal, moveable or immovable, tangible or intangible, income producing or not and may consist of policies of insurance, units in collective funds (including units in funds only available to tax-exempt investors) or, subject to section 40 of the 1995 Act, employer-related investments (as defined in that section);

18.10.2 Application of Assets

Assets may be applied or encumbered for any purpose which will or may benefit the Scheme, whether or not this may be regarded as investment or may involve a risk of loss, and as if the assets were beneficially owned by the Trustees personally;

18.10.3 Borrowing

Borrowing may be for any purpose (including the acquisition of assets, which may be charged to secure the borrowing, except in respect of the AVCs);

18.10.4 Policy to secure benefits

Benefits may be secured by an Insurance Policy taken out by the Trustees;

18.10.5 Nominee/custodian holdings

Assets may be acquired (and/or held) by nominees or custodians;

18.10.6 Asset pooling

Assets may (so long as the Scheme's status as a Registered Scheme is not prejudiced) be pooled with those of other retirement benefits or personal pension schemes.

18.10.7 No need to consult beneficiaries

There is no obligation to consult (or give effect to the wishes of) Beneficiaries and section 11(1) of the Trusts of Land and Appointment of Trustees Act 1996 does not apply to the Scheme.

18.10.8 Power to underwrite

The Trustees shall have power to enter into underwriting or sub-underwriting contract on such terms as they (in their absolute discretion) think fit.

18.10.9 Power to Insure

The Trustees shall have the power to insure (up to an amount) any assets of the Scheme against any loss, damage or depreciation (from whatever cause).

18.10.10 Donations, bequests and gifts

The Trustees shall have power to accept any donation, transfers, bequests or gifts for any purpose of the Scheme.