

Implementation Statement, covering the Scheme Year from 6 April 2024 to 5 April 2025

The Trustees of the Condé Nast Publications Limited Retirement Benefits Scheme (the “Scheme”) are required to produce a yearly statement to set out how, and the extent to which, the Trustees have followed the voting and engagement policies in the Statement of Investment Principles (“SIP”) during the Scheme Year. This is provided in Section 1 below.

The Statement is also required to include a description of the voting behaviour during the Scheme Year by, and on behalf of, Trustees (including the most significant votes cast by Trustees or on their behalf) and state any use of the services of a proxy voter during that year. This is provided in Section 3 below.

In preparing the Statement, the Trustees have had regard to the [guidance](#) on Reporting on Stewardship and Other Topics through the Statement of Investment Principles and the Implementation Statement, issued by the Department for Work and Pensions (“DWP’s guidance”) in June 2022.

1. Introduction

No changes were made to the voting and engagement policies in the SIP during the Scheme Year.

The Trustees have, in their opinion, followed the Scheme’s voting and engagement policies during the Scheme Year by continuing to delegate to their investment managers the exercise of rights and engagement activities in relation to investments, as well as seeking to appoint managers that have strong stewardship policies and processes.

2. Voting and engagement

The Trustees have delegated to the investment managers the exercise of rights attaching to investments, including voting rights, and engagement. L&G’s policy can be found using the following link:

- **L&G:** [L&G’s Corporate Governance and Responsible Investment Policy](#)

However, the Trustees take ownership of the Scheme’s stewardship by monitoring and engaging with managers as detailed below.

As part of its advice on the selection and ongoing review of the investment managers, the Scheme’s investment adviser, LCP, incorporates its assessment of the nature and effectiveness of managers’ approaches to voting and engagement.

Following the introduction of DWP’s guidance, the Trustees agreed to set stewardship priorities to focus engagement with their investment managers on specific ESG factors. At the March 2023 meeting, the Trustees discussed and agreed the stewardship priorities for the Scheme, which were: Climate Change and Business Ethics.

The Trustees are conscious that responsible investment, including voting and engagement, is rapidly evolving and therefore expect most managers will have areas where they could improve. Therefore, the Trustees aim to have an ongoing dialogue with managers to clarify expectations and encourage improvements.

3. Description of voting behaviour during the Scheme Year

All of the Trustees’ holdings in listed equities are within pooled funds and the Trustees have delegated to their investment managers the exercise of voting rights. Therefore, the Trustees are not able to direct how votes are exercised and the Trustees themselves have not used proxy voting services over the Scheme Year. However, the Trustees monitor managers’ voting and engagement behaviour on an annual basis and challenge managers where their activity has not been in line with the Trustees’ expectations.

In this section we have sought to include voting data in line with the Pensions and Lifetime Savings Association (“PLSA”) guidance, PLSA Vote Reporting template and DWP’s guidance, on the Scheme’s funds that hold equities as follows:

- L&G Low Carbon Transition UK Equity Index Fund; and

- L&G Low Carbon Transition Developed Markets Equity Index Fund (including sterling hedged and unhedged versions)

The Trustees have not provided commentary on the Scheme’s other mandates, which do not hold any assets with voting opportunities.

The Trustees, using information provided by their advisers, believe the voting policies of the investment managers are suitably aligned with the Trustees’ views based on a review of the voting processes, voting behaviour and significant votes included in this statement.

3.1 Description of the voting processes

For assets with voting rights, the Trustees rely on the voting policies which the managers have in place.

Legal & General (“L&G”)

L&G provided the following wording to describe its voting practices:

All decisions are made by L&G’s Investment Stewardship team and in accordance with its relevant Corporate Governance & Responsible Investment and Conflicts of Interest policy documents which are reviewed annually. Each member of the team is allocated a specific sector globally so that the voting is undertaken by the same individuals who engage with the relevant company. This ensures L&G’s stewardship approach flows smoothly throughout the engagement and voting process and that engagement is fully integrated into the vote decision process, therefore sending consistent messaging to companies.

L&G’s Investment Stewardship team uses ISS’s ‘ProxyExchange’ electronic voting platform to electronically vote clients’ shares. All voting decisions are made by L&G and it does not outsource any part of the strategic decisions. L&G’s use of ISS recommendations is purely to augment its own research and proprietary ESG assessment tools. The Investment Stewardship team also uses the research reports of Institutional Voting Information Services (IVIS) to supplement the research reports that L&G receives from ISS for UK companies when making specific voting decisions.

To ensure L&G’s proxy provider votes in accordance with its position on ESG, L&G have put in place a custom voting policy with specific voting instructions. These instructions apply to all markets globally and seek to uphold what L&G considers are minimum best practice standards which it believes all companies globally should observe, irrespective of local regulation or practice.

L&G retains the ability in all markets to override any vote decisions, which are based on its custom voting policy. This may happen where engagement with a specific company has provided additional information (for example from direct engagement, or explanation in the annual report) that allows it to apply a qualitative overlay to its voting judgement. L&G has strict monitoring controls to ensure its votes are fully and effectively executed in accordance with L&G’s voting policies by its service provider. This includes a regular manual check of the votes input into the platform, and an electronic alert service to inform L&G of rejected votes which require further action.

3.2 Summary of voting behaviour

A summary of voting behaviour over the one year to 31 March 2025 (closest to the Scheme Year end) is provided in the table below.

	Fund 1	Fund 2	Fund 3
Manager name	L&G	L&G	L&G
Fund name	Low Carbon Transition UK Equity Index Fund	Low Carbon Transition Developed Markets Equity Index Fund	Low Carbon Transition Developed Markets Equity Index (GBP Hedged) Fund
Total size of fund at end of the Scheme Year	£1.0bn	£2.0bn	£1.9bn
Value of Scheme assets at end of the Scheme Year (£ / % of total assets)	£5.1m / 6.0%	£10.4m / 12.2%	£10.7m / 12.5%
Number of equity holdings at end of the Scheme Year	78	1,341	

Number of meetings eligible to vote	92	1,527
Number of resolutions eligible to vote	1,849	21,428
% of resolutions voted	100.0%	99.5%
Of the resolutions on which voted, % voted with management	96.5%	78.2%
Of the resolutions on which voted, % voted against management	3.5%	21.3%
Of the resolutions on which voted, % abstained from voting	0.0%	0.5%
Of the meetings in which the manager voted, % with at least one vote against management	31.5%	78.9%
Of the resolutions on which the manager voted, % voted contrary to recommendation of proxy advisor	3.4%	15.9%

3.3 Most significant votes

Commentary on the most significant votes over the Scheme Year, from the Scheme's asset managers who hold listed equities, is set out below.

The Trustees did not inform its managers which votes it considered to be most significant in advance of those votes.

Given the large number of votes which are cast by managers during every Annual General Meeting season, the timescales over which voting takes place as well as the resource requirements necessary to allow this, the Trustees did not identify significant voting ahead of the reporting period. Instead, the Trustees have retrospectively created a shortlist of most significant votes by requesting each manager provide a shortlist of votes, which comprises a minimum of ten most significant votes, and suggested the managers could use the PLSA's criteria¹ for creating this shortlist. By informing their managers of their stewardship priorities and through regular interactions with the managers, the Trustees believe that their managers will understand how the Trustees expect them to vote on issues for the companies they invest in on their behalf.

The Trustees have interpreted "significant votes" to mean those that align with the Trustees' stewardship priorities.

The Trustees have reported on three of these significant votes per fund only as the most significant votes. If members wish to obtain more investment manager voting information, this is available upon request from the Trustees.

L&G

L&G has provided a reason as to why each of the below votes are deemed "most significant".

L&G Low Carbon Transition UK Equity Index Fund

- **Unilever Plc, May 2024.**

Summary of resolution: Approve Climate Transition Action Plan.

Relevant stewardship priority: Climate Change.

Approximate size of the holding at the date of the vote: ~6.5% of L&G's fund.

¹ [Vote reporting template for pension scheme implementation statement – Guidance for Trustees \(plsa.co.uk\)](#). Trustees are expected to select "most significant votes" from the long-list of significant votes provided by their investment managers.

Rationale: L&G offered the following commentary: “*Climate change: A vote FOR the CTAP is applied as we understand it to meet L&G's minimum expectations. This includes the disclosure of scope 1, 2 and material scope 3 GHG emissions and short, medium and long-term GHG emissions reduction targets consistent with a 1.5°C Paris goal. Despite the SBTi recently removing their approval of the company's long-term scope 3 target, we note that the company has recently submitted near term 1.5 degree aligned scope 3 targets to the SBTi for validation and therefore at this stage believe the company's ambition level to be adequate. We therefore remain supportive of the net zero trajectory of the company at this stage.*”

Why this vote is considered to be most significant: L&G is publicly supportive of so called "Say on Climate" votes. L&G expects transition plans put forward by companies to be both ambitious and credibly aligned to a 1.5C scenario. Given the high-profile nature of such votes, L&G deems such votes to be significant, particularly when L&G votes against the transition plan.

Company management recommendation: For. **Fund manager vote:** For.

Was the vote communicated to the company ahead of the vote: L&G publicly communicates its vote instructions on its website with the rationale for all votes against management. It is L&G's policy not to engage with its investee companies in the three weeks prior to an AGM as L&G's engagement is not limited to shareholder meeting topics.

Outcome of the vote and next steps: The resolution was passed. L&G provided the following commentary: “*L&G will continue to engage with our investee companies, publicly advocate our position on this issue and monitor company and market-level progress.*”

- **London Stock Exchange Group plc, April 2024.**

Summary of resolution: Approve Remuneration Policy.

Relevant stewardship priority: Business Ethics.

Approximate size of the holding at the date of the vote: ~2.1% of L&G's fund.

Rationale: L&G offered the following commentary: “*A vote FOR is applied as an exception to our policy. This follows productive consultation with the company that resulted in improvements to the proposals initially discussed. Our support of the remuneration policy and the adoption of the EIP is in recognition of Mr Schwimmer's leadership in driving the company's performance, as well as acknowledging the competitive talent market in which the company operates. We will review Mr Schwimmer's pay package on an annual basis under the resolution for approval of the remuneration report and may apply a negative vote in the future should we consider his pay no longer reflects company performance or evolving market norms. We would not expect any significant changes to the executive directors' pay policy within this three-year policy term. It is worth highlighting that, we expect a successor to Mr Schwimmer to not be awarded the same remuneration package as standard if he or she does not bring the same amount of experience, calibre and performance.*”

Why this vote is considered to be most significant: This resolution is considered significant as L&G overrode their custom vote policy on the basis of the engagement that they had with the company.

Company management recommendation: For. **Fund manager vote:** For.

Was the vote communicated to the company ahead of the vote: L&G publicly communicates its vote instructions on its website with the rationale for all votes against management. It is L&G's policy not to engage with its investee companies in the three weeks prior to an AGM as L&G's engagement is not limited to shareholder meeting topics.

Outcome of the vote and next steps: The resolution was passed. L&G provided the following commentary: “*L&G will continue to engage with our investee companies, publicly advocate our position on this issue and monitor company and market-level progress.*”

- **Rentokil Initial Plc, May 2024.**

Summary of resolution: Re-elect Richard Solomons as Director.

Relevant stewardship priority: Business Ethics.

Approximate size of the holding at the date of the vote: ~0.5% of L&G's fund.

Rationale: L&G offered the following commentary: “*A vote against is applied because of a lack of progress on gender diversity on the board. L&G expects companies to have at least 40% female representation on the board.*”

Why this vote is considered to be most significant: L&G views gender diversity as a financially material issue for its clients, with implications for the assets it manages on their behalf.

Company management recommendation: For. **Fund manager vote:** Against.

Was the vote communicated to the company ahead of the vote: L&G publicly communicates its vote instructions on its website with the rationale for all votes against management. It is L&G's policy not to engage with its investee companies in the three weeks prior to an AGM as L&G's engagement is not limited to shareholder meeting topics.

Outcome of the vote and next steps: The resolution was passed. L&G provided the following commentary: *"L&G will continue to engage with our investee companies, publicly advocate our position on this issue and monitor company and market-level progress."*

L&G Low Carbon Transition Developed Markets Equity Index Fund (Sterling Hedged and Unhedged)

- **Broadcom Inc., April 2024.**

Summary of resolution: Elect Director Henry Samueli.

Relevant stewardship priority: Climate Change.

Approximate size of the holding at the date of the vote: ~0.9% of L&G's fund.

Rationale: L&G offered the following commentary: *"A vote against is applied as the company is deemed to not meet minimum standards with regard to climate risk management."*

Why this vote is considered to be most significant: L&G considers this vote to be significant as it is applied under the Climate Impact Pledge, L&G's flagship engagement programme targeting companies in climate-critical sectors.

Company management recommendation: For. **Fund manager vote:** Against.

Was the vote communicated to the company ahead of the vote: L&G publicly communicates its vote instructions on its website with the rationale for all votes against management. It is L&G's policy not to engage with its investee companies in the three weeks prior to an AGM as L&G's engagement is not limited to shareholder meeting topics.

Outcome of the vote and next steps: The resolution was passed. L&G provided the following commentary: *"L&G will continue to engage with our investee companies, publicly advocate our position on this issue and monitor company and market-level progress."*

- **ConocoPhillips, May 2024.**

Summary of resolution: Revisit Pay Incentives for GHG Emission Reductions.

Relevant stewardship priority: Climate Change.

Approximate size of the holding at the date of the vote: ~0.3% of L&G's fund.

Rationale: L&G offered the following commentary: *"A vote against is applied as L&G expects companies to be taking sufficient action on the key issue of climate change."*

Why this vote is considered to be most significant: L&G considers this shareholder significant due to misleading proposals (shareholder resolutions brought with the aim of undermining positive environmental, social and governance behaviours) are a relatively recent phenomenon. Such proposals often appear to be supportive of, for example, the energy transition but, when considered in depth, are actually designed to promote anti-climate change views.

Company management recommendation: Against. **Fund manager vote:** Against.

Was the vote communicated to the company ahead of the vote: L&G publicly communicates its vote instructions on its website with the rationale for all votes against management. It is L&G's policy not to engage with its investee companies in the three weeks prior to an AGM as L&G's engagement is not limited to shareholder meeting topics.

Outcome of the vote and next steps: The resolution failed. L&G provided the following commentary: *"L&G will continue to engage with our investee companies, publicly advocate our position on this issue and monitor company and market-level progress."*

- **Royal Bank of Canada, April 2024.**

Summary of resolution: Hold Annual Meetings of the Company in Person with Virtual Meetings as Complements.

Relevant stewardship priority: Business Ethics.

Approximate size of the holding at the date of the vote: ~0.2% of L&G's fund.

Rationale: L&G offered the following commentary: *“A vote in favour is applied because L&G believes that shareholder meetings are a fundamental shareholder right and an important forum for dialogue between shareholders and board directors. We support AGMs to be held via electronic means as long as in-person attendance remains an option for those shareholders wishing to participate in the governance practices of the company in this manner.”*

Why this vote is considered to be most significant: This shareholder resolution is considered significant by L&G due to the relatively high level of support received.

Company management recommendation: Against. **Fund manager vote:** For.

Was the vote communicated to the company ahead of the vote: L&G publicly communicates its vote instructions on its website with the rationale for all votes against management. It is L&G’s policy not to engage with its investee companies in the three weeks prior to an AGM as L&G’s engagement is not limited to shareholder meeting topics.

- **Outcome of the vote and next steps:** The resolution failed. L&G provided the following commentary: *“L&G will continue to engage with our investee companies, publicly advocate our position on this issue and monitor company and market-level progress.”*