

Implementation Statement

Introduction

This Implementation Statement covers the period 6 April 2023 to 5 April 2024 and has been prepared by the Trustee of the Pukka Pies Limited Pension Scheme (the “Scheme”) to set out:

- How the Trustee’s policies on stewardship and engagement have been followed.
- The voting behaviour of the Trustee, or that undertaken on its behalf.

Statement of Investment Principles (“SIP”)

The Trustee’s policies on stewardship and engagement are included in the Scheme’s SIP, which is available on request. The SIP was reviewed following the year end and updated to reflect the revised lower risk investment strategy that was implemented in March 2024.

Funds held by the Scheme

The Trustee held investments in the following funds over the year:

Manager	Fund
Legal & General Investment Management (“LGIM”)	Global Equity (70:30) Index Fund*
	2068 Index-Linked Gilt Fund*
	Dynamic Diversified Fund*
	Over 5 Year Index Linked Gilt Fund*
	Over 15 Year 5A Corporate Bond Fund
	Matching Core Real Short LDI Fund**
	Matching Core Real Long LDI Fund**
	Absolute Return Bond Fund**
	Sterling Liquidity Fund**

* Funds sold in March 2024

** Funds bought in March 2024

The Trustee also holds with-profit deferred and in-payment annuity policies with AVIVA Life Services Limited (“Aviva”). Aviva is responsible for the underlying investments of those policies which provide the Scheme with a stream of cashflows once the members retire.

Reviews of fund managers

The Trustee did not formally review the provision of fund management services during the period.

Stewardship

Aviva and LGIM have provided details of their ESG and Stewardship policies. This includes whether or not they are signatories to the UK Stewardship code and UN Principles for Responsible Investment (UN PRI). The UN PRI are a set of global best practices that provide a framework for integrating ESG issues into financial analysis, investment decision-making and ownership practices.

Voting behaviour

Aviva and LGIM have, where relevant, provided details of their voting policies.

The Trustee's policy is to delegate the exercise of voting rights to their managers and to disclose information on the voting decisions made by their managers. The Trustee will review the voting behaviour of the managers regularly to check that they are comfortable with the decisions taken by the managers and their approach generally.

How voting and engagement policies have been followed

The Scheme invests entirely in pooled funds, and as such delegates responsibility for carrying out voting and engagement activities to the Scheme's fund managers. The Trustee has taken into consideration the Financial Reporting Council's UK Stewardship Code. However, the Trustee cannot usually directly influence the managers' policies on the exercise of investment rights where the Trustee holds assets in pooled funds. This is due to the nature of these investments. The Trustee receive reporting on the voting and engagement policies of the fund managers and consider these as part of manager appointment and review processes.

The Trustee believes that Environmental, Social and Governance ("ESG") factors are financially material – that is, they have the potential to impact the value of the investments from time to time.

The Trustee considers it to be part of their investment managers' roles 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.

The Trustee have received information from the investment managers on their voting behaviours, stewardship and engagement activities during the period of this Implementation Statement.

The Trustee is satisfied that the managers' policies were reasonable and no further remedial action was required during the period. Having reviewed the above in accordance with its policies, the Trustee is comfortable the actions of the investment managers are in alignment with the Scheme's stewardship policies.

Statement of compliance with Regulations

Over the period, the Trustee is pleased to report that it has in its opinion adhered to the policies set out in their SIP and have complied with the Regulations.

The table on the following pages sets out a summary of the key voting activity in respect of the funds that hold equities over the year to 5 April 2024. Further information is available on request.

Fund	Proxy voter used?	Votes cast			Most significant votes Description	Significant votes examples
		Votes in total	Votes against management	Abstentions		
Global Equity (70:30) Index Fund	LGIM's Investment Stewardship team uses ISS's 'ProxyExchange' electronic voting platform to electronically vote clients' shares. All voting decisions are made by LGIM and we do not outsource any part of the strategic decisions. To ensure our proxy provider votes in accordance with our position on ESG, we have put in place a custom voting policy with specific voting instructions. For more details, please refer to the Voting Policies section of this document.	72,082 resolutions	18.62%	0.48%	<p>As regulation on vote reporting has recently evolved with the introduction of the concept of 'significant vote' by the EU Shareholder Rights Directive II, LGIM wants to ensure we continue to help our clients in fulfilling their reporting obligations. We also believe public transparency of our vote activity is critical for our clients and interested parties to hold us to account.</p> <p>For many years, LGIM has regularly produced case studies and/ or summaries of LGIM's vote positions to clients for what we deemed were 'material votes'. We are evolving our approach in line with the new regulation and are committed to provide our clients access to 'significant vote' information.</p> <p>In determining significant votes, LGIM's Investment Stewardship team takes into account the criteria provided by the Pensions & Lifetime Savings Association (PLSA) guidance. This includes but is not limited to:</p> <ul style="list-style-type: none"> • High profile vote which has such a degree of controversy that there is high client and/ or public scrutiny; • Significant client interest for a vote: 	<p>Shell Plc: Resolution 25 - Approve the Shell Energy Transition Progress</p> <p>Rationale: Climate change: A vote against is applied, though not without reservations. We acknowledge the substantial progress made by the company in meeting its 2021 climate commitments and welcome the company's leadership in pursuing low carbon products. However, we remain concerned by the lack of disclosure surrounding future oil and gas production plans and targets associated with the upstream and downstream operations; both of these are key areas to demonstrate alignment with the 1.5C trajectory.</p> <p>Outcome of vote: Pass</p> <p>Implications: LGIM continues to undertake extensive engagement with Shell on its climate transition plans</p> <p>Significance: LGIM considers this vote significant as it is an escalation of our climate-related engagement activity and our public call for high quality and credible transition plans to be subject to a shareholder vote.</p>

					<p>directly communicated by clients to the Investment Stewardship team at LGIM's annual Stakeholder roundtable event, or where we note a significant increase in requests from clients on a particular vote;</p> <ul style="list-style-type: none"> • Sanction vote as a result of a direct or collaborative engagement; • Vote linked to an LGIM engagement campaign, in line with LGIM Investment Stewardship's 5-year ESG priority engagement themes. 	
Dynamic Diversified Fund	Same as above	98,900 resolutions	23.08% of votes cast	0.22% of eligible votes	Same as above	<p>Microsoft Corporation: Resolution 1.06 - Elect Director Satya Nadella</p> <p>Rational for vote: A vote against is applied as LGIM expects companies to separate the roles of Chair and CEO due to risk management and oversight concerns.</p> <p>Outcome of vote: N/A</p> <p>Implications: LGIM will continue to engage with our investee companies, publicly advocate our position on this issue and monitor company and market-level progress.</p> <p>Significance: LGIM considers this vote to be significant as it is in application of an escalation of our vote policy on the topic of the combination of the board chair and CEO (escalation of engagement by vote). LGIM has a longstanding policy advocating for the separation of the roles of CEO and board chair. These two roles are substantially different, requiring distinct skills and experiences. Since 2015 we have supported shareholder proposals seeking the appointment of independent board chairs, and since 2020 we have voted against all combined board chair/CEO roles.</p>