

# Schroders Capital Management (France) SAS

## Reminder - Principles of the engagement policy

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Schroders Capital Management (France) exercises its voting rights on all the companies and funds on which it is in charge of the management and for which it holds voting rights.

All resolutions proposed at the general meetings are submitted to the team responsible for the investment and the monitoring of the participation. The team may leverage on the due diligence work performed ahead of the investment process.

The analysis of the resolutions focuses on:

- operational and financial performance and risk monitoring;
- non-financial performance linked to environmental, social and governance criteria;
- the exercise of voting rights and other rights attached to shares;
- the quality of the dialogue with other shareholders;
- communication with relevant stakeholders;
- the prevention and management of actual or potential conflicts of interest.

Voting rights are exercised in the interest of the clients holding shares in the companies and funds managed by Schroders Capital Management (France), and without taking into account the own interests of Schroders Capital Management (France).

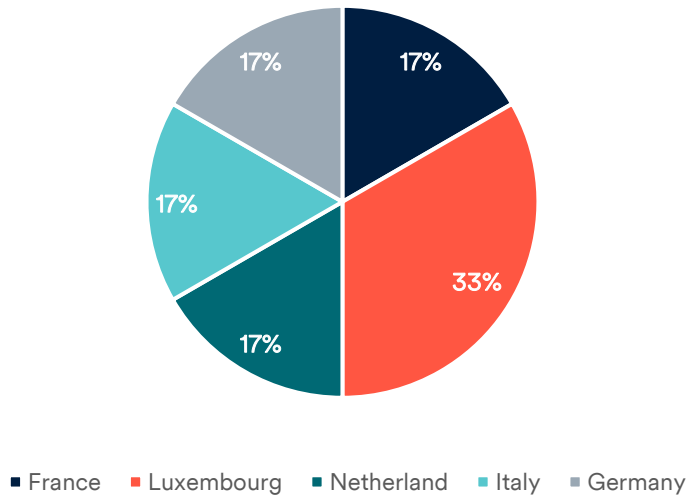
Schroders Capital Management (France) has a procedure to prevent, detect and manage situations of conflicts of interest. In the event of the identification of a potential conflict of interest, the Head of Compliance and Internal Control (RCCI) will be asked to intervene. If necessary, in consultation with the investment team, this potential situation would be managed within the framework of the management company's conflict of interest policy.

Schroders Capital Management (France) prefers to effectively participate in general meetings of shareholders, at least by conference call. However, Schroders Capital Management (France) may give a proxy with voting instructions to the Chairman or to the legal entity in charge of the administration and legal secretariat of the company.

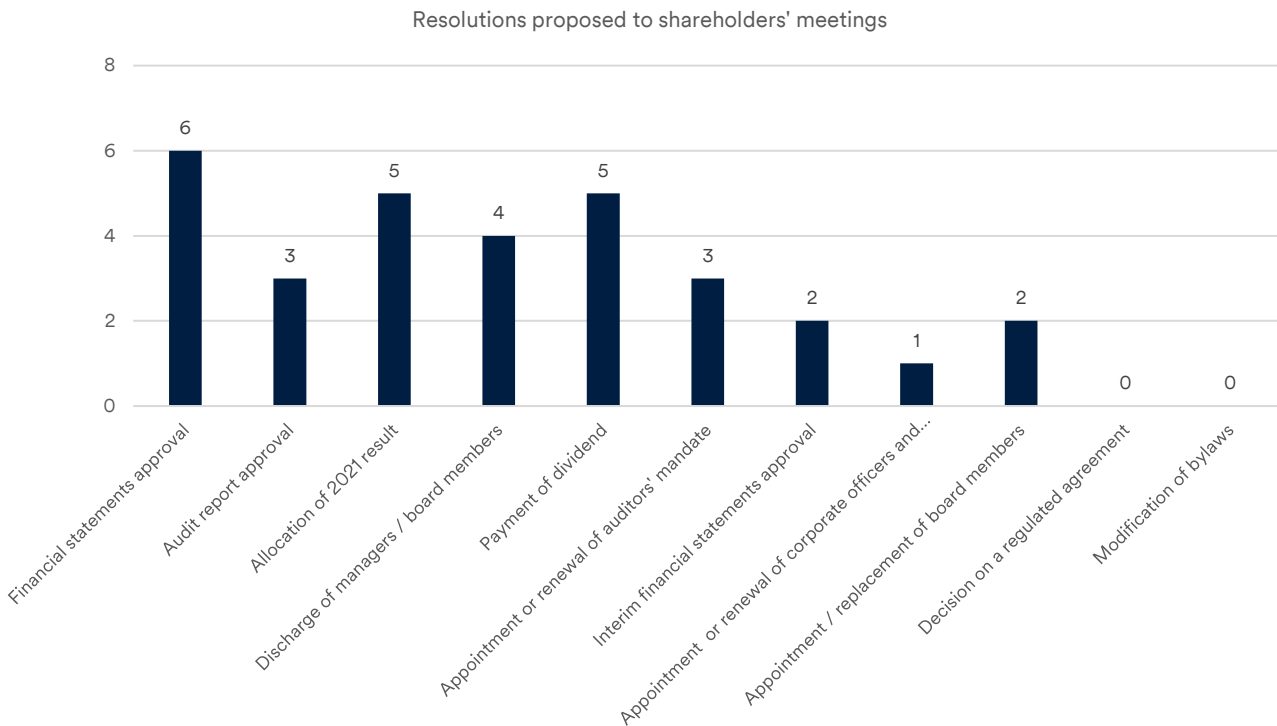
## Voting exercises for the year 2022

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In 2022, the investment team voted at the general meetings of five companies. The geographical breakdown of companies where Schroders Capital Management (France) exercised voting rights (including companies where decisions were taken via a simplified procedure) is shown below.



The projects of resolutions submitted to the various shareholders' meetings fall into the following categories



### Financial statements approval

Schroders Capital Management (France) voted in favour of all the resolutions concerning the approval of the accounts. The information presented to the shareholders reflected the financial situation of the companies in a consistent and transparent manner, and the auditors did not express any particular concerns.

### Allocation of financial results

Schroders Capital Management (France) voted in favour of the resolutions concerning the allocation of results. Distributions of part of the result in the form of dividends were decided in the cases of four companies. Schroders Capital Management (France) considered these payments to the shareholders were in line with the company's long-term financial capacity and the balance between all stakeholders as well as the social climate within the company.

## **The regulated agreements**

No resolution with respect to the so-called regulated agreements was submitted to the vote of the shareholders in 2022.

## **Appointment of statutory auditors**

Schroders Capital Management (France) has voted in favour of the resolutions concerning the appointment or renewal of the statutory auditors.

## **Appointment or renewal of corporate officers and decision on compensation**

Schroders Capital Management (France) has voted positively on the granting of a performance bonus to a company's CEO. Schroders Capital Management (France) considered this bonus to be appropriate in view of the remuneration and degree of involvement of the CEO and consistent with the company's performance over the long term.

## **Environmental, Social and Governance resolution**

No environmental, social and governance resolution has been submitted to the shareholders of the companies in 2022.