Statement of Investment Principles – The Colgate-Palmolive Pension Plan (May 2022)

Introduction

1 The Colgate-Palmolive Pension Plan (the 'Plan') is a Registered Pension Scheme for the purposes of the Finance Act 2004. It is a defined benefit (DB) plan with a DC underpin, which provides the facility for members to pay Additional Voluntary Contributions (AVCs).

2 This document is the Statement of Investment Principles ('SIP') made by the Trustee of the Plan in accordance with the requirements of Section 35 of the Pensions Act 1995 (as amended by the Pensions Act 2004 and regulations made under it).

3 The Trustees are responsible for all aspects of the operation of the Plan including this SIP. The SIP affects the long-term cost of the Plan and the level of contributions in the short-term. Before finalising this SIP, the Trustees took written advice from the Plan's Investment Consultant (Towers Watson Limited) and consulted Colgate-Palmolive (U.K.) Limited (the 'Company'). The ultimate power and responsibility for deciding investment policy, however, lies solely with the Trustees.

4 From time to time the Trustees may appoint a formal investment sub-committee ('ISC') with responsibility for focussing on all investment issues and bringing any decision to the wider Trustee Group for ratification where necessary. The sub-committee may liaise with the Parent Company Treasury team in the United States as an additional resource. The sub-committee members shall be reviewed on a regular basis. At this time a formal ISC has been appointed and its Terms of Reference have been agreed.

5 The Trustees will review this SIP at least every three years and without delay after any significant change in investment policy.

Plan objectives

6 The Trustees have considered (amongst other factors) the nature of the Plan's liabilities and the Plan's Statutory Funding Objective (SFO) when deciding on its investment strategy.

The Trustees' primary investment objective is to limit the risk of the assets not being sufficient to meet the liabilities. It aims to do this by ensuring adequate asset growth, noting that this will be made up of both investment returns and future contributions and by holding assets which match the Plan's liabilities.

7 The Trustees have adopted a de-risking strategy under which the Plan's growth assets are gradually reduced and transferred into the Plan's matching assets. The Trustees hold the secondary funding objective of being self-sufficient, that is, fully funded on a gilts-flat discount rate, and moving towards a strategic benchmark that is more aligned to the Plan's liabilities on this basis. The Plan's benchmark will be modified when pre-defined trigger points of the Plan's funding level are reached in order to allow for pre-planned reductions in its equity holding towards a final portfolio which closely matches the Plan's liability profile. The Trustees have taken high-level advice from their Investment Consultant on the appropriate bonds to hold, in order to more closely match the Plan's liability profile.

8 DC underpin monies are notionally invested in the Plan's assets as a whole and granted returns broadly in line with the return on Plan assets gross of fees.

9 For the AVC section, the investment risk is borne by the member. The Trustees' primary investment objective for this section is therefore to provide a range of investment options, which broadly satisfy the risk profiles of all members.

Details of the current AVC fund options are set out in the Appendix.

10 The Trustees consider that the investment strategies shown on the following pages will ensure:

- There is a reasonable expectation of meeting their investment objectives, and
- The assets are appropriately diversified.

Investment strategy

11 The target asset strategy held by the Trustees as at the date of this SIP is shown in the table below. The funds selected are all managed by Legal and General. The target allocations have been shown for each fund.

Target allocation

Fund	Target Allocation %	Benchmark Index Return
Equities	**20.0**	
UK	2.4	FTSE All-Share
North American*	11.6	FTSE World North American Equity Index*
Europe (ex UK)*	2.9	FTSE Developed Europe (ex-UK) Equity Index*
Japan*	2.3	FTSE Japan Equity Index*
Developed Asia Pacific (ex Japan) (hedged)	0.8	FTSE World Asia-Pacific (ex-Japan) Equity Index – Sterling hedged
Bonds	**80.0**	
Long dated Index-linked gilts	37	Single Stock Fund[1]
Long dated Fixed-Interest gilts	24	Single Stock Fund[2]
Long dated Corporate Bond Fund	19	iBoxx Sterling Non-Gilts over 10 year index

- North American, Europe (UK) and Japan equity are invested 75% into the Sterling Hedged equivalent funds

[1] Index-linked securities issued by the UK government: 2032 index-linked gilts, 2038 index-linked gilts, 2040 index-linked gilts, 2042 index-linked gilts, 2050 index-linked gilts, 2055 index-linked gilts, 2062 index-linked gilts and 2068 index-linked gilts.
[2] Fixed interest securities issued by the UK government; 2038 gilts, 2042 gilts and 2068 gilts.

12 The Trustees have set a strategic benchmark allocation for Legal and General (as shown above). There is no automatic rebalancing (with the exception of the overseas equity hedging benchmark within each geographical region) and have put the following strategy in place:

- The Notional Income Service (“NIS”) (previously Notional Dividend Income Payments (“NDIP”)) enables regular notional income from the Plan’s investments to be drawn on an automatic basis. With effect from 1 October 2021 the Trustees have selected NIS payments in respect of all available assets, previously this was only in respect of UK equities and corporate bonds. These payments and employer contributions will be invested in a Liquidity Fund to assist with cashflow management.

- Rebalancing and the Liquidity Fund holding are to be considered on a quarterly basis at each Trustees’ meeting;

- The Trustees will review their stance on rebalancing at the quarterly Trustees’ meetings;

- Overseas equities are automatically rebalanced to maintain the agreed hedged versus unhedged split of 75%/25%; and

Depending on the timing of the trigger being breached, the Plan’s benchmark will be reviewed by the ISC and/or the entire Trustee board when pre-defined trigger points of the Plan’s funding level are reached. The ISC may recommend at that time that the pre-planned reductions in equity holdings are made, towards a final portfolio which closely matches the Plan’s liability profile. The Trustees will review the de-risking strategy in conjunction with their Investment Consultant and Scheme Actuary following each actuarial valuation

Investment managers

13 In accordance with the Financial Services and Markets Act 2000, the Trustees will set general investment policy, but will delegate the responsibility for selection of specific investments to an appointed investment manager or managers. The investment manager(s) shall provide the skill and expertise necessary to manage the investments of the Plan competently.

14 The Plan may use different managers and mandates to implement its investment policies. The Trustees ensure that, in aggregate, its portfolio is consistent with the policies set out in this Statement, in particular those required under regulation 2(3)(b) of the Occupational Pension Schemes (Investment) Regulations (2005). The Trustees will also review the investment objectives and guidelines of any particular pooled vehicle for consistency with its policies, where relevant to the mandate in question.

15 To maintain alignment, managers are provided with the most recent version of the Plan’s Statement of Investment Principles on an annual basis and are required to confirm that the management of the assets is consistent with those policies relevant to the mandate in question.

16 Should the Trustees’ monitoring processes reveal that an investment fund’s objectives and guidelines, or an investment manager’s approach to sustainable investment, do not appear to be sufficiently aligned with the Trustees’ policies, the Trustees will engage with the investment manager to ascertain the reasons for this and whether closer alignment can be achieved. If this is not possible, the Trustees may consider alternative options available in order to terminate and replace the manager.

17 For most of the Plan’s investments, the Trustees expect the investment managers to invest with a medium to long time horizon, and to use their engagement activity to drive improved performance over these periods. The Trustees may invest in certain strategies (e.g. hedge fund strategies) where such engagement is not deemed appropriate, due to the nature of the strategy and/or the investment time horizon underlying decision making. The appropriateness of the Plan’s allocation to such mandates is determined in the context of the Plan’s overall objectives.

18 The Trustees appoint their investment managers with an expectation of a long-term partnership, which encourages active ownership of the Plan’s assets. When assessing a manager’s performance,

the focus is on longer-term outcomes, and the Trustees would not expect to terminate a manager's appointment based purely on short term performance. However, a manager's appointment could be terminated within a shorter timeframe due to other factors such as a significant change in business structure or the investment team.

19 Managers are paid an ad valorem fee, in line with normal market practice, for a given scope of services which includes consideration of long-term factors and engagement. It is the Trustees' view that fees linked to investment performance increase complexity and in most cases do not materially improve alignment with long-term objectives. Such fee structures would therefore only be used in a limited number of cases.

20 The Trustees review the costs incurred in managing the Plan's assets regularly, which includes the costs associated with portfolio turnover. In assessing the appropriateness of the portfolio turnover costs at an individual manager level, the Trustees will have regard to the actual portfolio turnover and how this compares with the expected turnover range for that mandate.

Sustainable investment

21 The Trustees are not involved in the investment managers' day-to-day method of operation and do not directly seek to influence attainment of their performance targets. The Trustees will, however, monitor the performance of each manager relative to its benchmark.The Trustees understand that sustainability factors (those related to Environmental, Social and Govenance ('ESG') considerations including climate change) and stewardship may impact the Plan's financial outcomes. Whilst it is the Trustees' preference that all companies should be run in a socially responsible way, it takes the view that its primary responsibility is to act in the best financial interests of the members of the Plan.

22 The Trustees have delegated responsibility for the selection, retention and realisation of investments to the investment managers, as well as the responsibility for the exercising of ownership rights (including voting rights) attaching to the investments. The Trustees recognise that with a largely passive portfolio, the managers take no material decisions on the holdings to be included in the portfolio. However, the Trustees expect the managers to engage with the companies and issuers in which they invest in relation to the financial and non-financial implications of sustainability issues.

23 Accordingly, the Trustees' policy is to engage with the managers, with respect to relevant matters including capital structure of investee companies, actual and potential conflicts, other stakeholders and ESG impact of underlying holdings, in order to understand their policies on sustainability and stewardship, and review these policies regularly to ensure that the managers are carrying out their delegated responsibilities. The Trustees will also review monitoring reports on sustainability and stewardship from the managers (e.g. voting records) on a regular basis.

24 In addition, the Trustees will seek to incorporate sustainability and stewardship amongst the criteria used when reviewing the Plan's investment strategy and, if relevant, the selection of investment managers, provided that the inclusion of these does not negatively impact the Plan's long-term objectives.

25 Other matters considered by the Trustee to be non-financial matters, such as members' views, are not taken into account.

Managing risk

26 The Trustees recognise a number of risks involved in the investment of the Plan's assets:

Risk	How is it monitored?	How is it mitigated?
Deficit	By assessing the progress of the actual growth of the liabilities relative to the selected investment policy	By setting an investment policy with appropriate regard to the expected risk and return relative to the expected growth of liabilities

Liquidity	By the level of cashflow required by the Plan over a specified period	The Plan's administrators assess the level of cash required to limit the impact of the cash flow requirements on the investment policy. The trustees hold assets of appropriate liquidity
Currency	Through the level of exposure to non-Sterling denominated assets	Implementing a currency hedging programme to reduce the impact of exchange rate movements on the Plan's asset value
Interest rate and inflation	By comparing the likely movement in the Plan's liabilities and assets due to movements in inflation and interest rates	Holding assets that respond to changes in interest rates and inflation in a similar way to the liabilities
Sponsor	By receiving regular financial updates from the Company and periodic independent covenant assessments	Through an agreed contribution and funding schedule

Signed:

Edward Jones
Edward Jones (May 19, 2022 17:33 GMT+1)

Date: 19-May-2022

Authorised for and on behalf of the Trustees of the Plan

Appendix – AVC options

1 The Plan has two AVC providers, one of which is historical (Clerical Medical), and the other with AVIVA (previously Friends Life). The Trustees previously held another historical policy with Equitable Life, this was transferred to Utmost Life and Pensions in January 2020 and then consolidated with the AVIVA AVC policies in March 2020. It should be noted that 'AVC' accounts were also used for some historical transfers in on a money purchase basis.

2 Since the Plan is closed to ongoing accrual, no new AVC contributions can be made, but members are still able to move their existing balances from the historical provider into AVIVA or between the AVIVA fund options.

3 Clerical Medical offer 'with profit' arrangements as Equitable Life did previously. AVIVA offers a range of investment options

4 The AVC range of investment options includes both specific asset options and Lifestyle options with AVIVA as follows:

AVIVA Investment options
Aviva Pension BlackRock (60:40) Global Equity Index Tracker
Aviva Pension BlackRock UK Equity Index Tracker
Aviva Pension BlackRock Over 15 Year Gilt Index Tracker
Aviva Pension Cash
'My Future' lifestyle investment options
Aviva Pension My Future (My Future Growth and My Future consolidation)
Aviva Pension My Future Annuity
Aviva Pension My Future Cash Lump Sum
Aviva Pension My Future Drawdown
'My Future Focus' lifestyle investment options
Aviva Pension My Future Focus (My Future Growth and My Future Consolidation)
Aviva Pension My Future Focus Annuity
Aviva Pension My Future Focus Cash Lump Sum
Aviva Pension My Future Focus Drawdown

The Colgate-Palmolive Pension Plan

Chair's Statement 2021

This statement has been prepared by the Trustees of The Colgate-Palmolive Pension Plan (the "Plan") in accordance with the Occupational Pension Schemes (Scheme Administration) Regulations 1996. The Plan is a hybrid arrangement, the main benefit is Defined Benefit (DB) however the following aspects of the Plan are Defined Contribution (DC) in nature:

- the Plan's Additional Voluntary Contributions (AVC) arrangements with Aviva and Clerical Medical; and
- the old 'protected rights' (PR) and 'personal pension accounts' (PPAs) held within the Plan's assets.

Governance requirements apply to DC pension arrangements, to help members achieve a good outcome from their pension savings. The Trustees of The Colgate-Palmolive Pension Plan are required to produce a yearly statement (which is signed by the Chair of Trustees) to describe how, in relation to the DC benefits, the Trustees have complied with the statutory governance standards where applicable. These standards cover the following key aspects affecting the operation of the DC arrangements:

- Charges and the extent to which they represent good value for members;
- The monitoring of core financial transactions; and
- How the Trustees ensure they have sufficient knowledge so that the DC arrangements, and the Plan as a whole, are well run.

This statement covers the Plan's financial year from 1 January 2021 to 31 December 2021.

Transferred in money purchase funds and other AVCs

Historically members were permitted to transfer benefits from other pension arrangements into the Plan. Money purchase benefits that were transferred in were invested in the Plan's AVC arrangement. Members with transferred in money purchase benefits are able to invest in the range of funds held in the Plan's AVC arrangement. In addition members were able to contribute to the Plan's AVC arrangement. The Plan's main AVC provider is Aviva (previously known as Friends Life). There is an also an historical arrangement with Clerical Medical and, until 31 December 2019, with Equitable Life Assurance Society (ELAS). All monies with ELAS were transferred to Utmost Pensions Ltd on 1 January 2020. All ELAS funds had been held in the with-profits arrangement and members were given uplifts to compensate them for the loss of guarantees on transfer to Utmost. In March 2020 the Trustees consolidated the previous ELAS funds with Aviva. Given market volatility at the time, the Trustees decided to transfer the monies to the Cash Fund and affected members are encouraged to review their fund holdings.

Former "Protected Rights" and PPAs

The Plan elected to contract-out on a money purchase basis from April 1997 to April 2012. During that period, contracted-out rebates payable by the members and the employers (due in each month following the month in which they were accrued) and age-related or flat rate rebates/incentive payments payable by HMRC (due in each tax year following the tax year in which they were accrued), together referred to as “protected rights” (or PR), were notionally invested in the Plan. In addition, an allowance for member contributions and an element of employer contributions are added to the PRs to form members’ “personal pension accounts” (or PPA). ‘Old PPA provisions’ were in force prior to 1997 and, where relevant, these monies became part of the member’s PPA. These PPAs and PRs form the money purchase underpins.

Contracting-out on a money purchase basis was abolished with effect from 6 April 2012, and from this date the Plan was contracted-out on the Reference Scheme Test basis (an earnings related test). However, the PR balances were converted to ordinary money purchase balances and treated in the same way as PPA balances; these PR money purchase underpins still apply. When benefits are drawn, a member’s accrued PR and PPA balances are compared to their DB benefits earned during the relevant period(s) and acts as an underpin to their benefits. Some short service members (who previously received a refund of part of their contributions) have PR benefits only. The Plan was closed to new members and contributions in 2005 and closed to ongoing accrual from 1 April 2016.

The Default Investment strategy

As the Plan is not used as a Qualifying Scheme for auto-enrolment purposes, there is no default investment strategy in place for any of the AVC Plans.

The Trustees are responsible for the Plan’s overall investment governance and in line with requirements have prepared a Statement of Investment Principles (SIP).

The SIP sets out the aims and objectives of the Plan’s investment strategy. In particular it covers:

- The Trustees’ investment objectives and investment strategy;
- Policies on managing risk; and
- Details of the AVC options.

The Plan’s SIP was updated in September 2021 following changes to the asset allocation and subsequently revised in May 2022 to update the list of available AVC fund options. A copy of the latest SIP, along with a copy of this statement and implementation statement, is available on the Company’s website: **https://www.colgate.com/en-gb**

Transferred in money purchase funds and AVCs

Transferred in money purchase benefits and members’ additional contributions are invested in the Plan’s AVC arrangement. When transferring in money purchase benefits, commencing AVCs members were required to make a choice in respect of the investment of their funds.

The Trustees receive regular updates from their Professional Adviser with regards to market practice for lifestyle investment strategies in AVC trust-based pension schemes. A review of the investment strategy offered through Aviva was undertaken in June 2017 focusing on the lifestyle options available to members. The Trustees elected to give members a wider choice of lifestyle funds with Aviva, targeting different options at retirement; this became available in May 2017 and was communicated to members in 2018. Following a further review, and with effect from 1 April 2022, the Trustees added an additional lifestyle investment programme, My Future Focus, which aligns with the default option for the separate Colgate-Palmolive DC arrangement and has greater ESG focus than the existing lifestyle range.

The SIP sets out the AVC investment options available to members. Whilst there is no default investment strategy for the AVC arrangements, around half of the AVCs held by Aviva are currently invested in the AV BlackRock UK Equity Index Tracker fund; the next largest fund selected is the AV BlackRock (60:40) Global Equity Index Tracker fund.

PR and PPAs

Members of the Plan are not offered investment options with regards to their PR and PPA balances. Rather, these are credited with the gross returns (positive or negative) earned by the Plan. The Trustees monitor the performance of the Plan assets at least quarterly.

From time to time the Trustees undertake a formal investment strategy review.

Core Financial transactions

Transferred in money purchase benefits, AVCs and PR and PPA accounts

Processing of core financial transactions (such as payments to members and beneficiaries between investments) is carried out by the administrators of the Plan, Mercer Limited. Members with AVCs held in Aviva are able to switch funds via the provider's member website **www.aviva.co.uk/membersite.**

The Plan's administrators have confirmed to the Trustees that there are adequate internal controls to ensure that core financial transactions relating to the Plan, being payments to the members/beneficiaries, are processed promptly and accurately. There are no further contributions invested into the AVC Plans or PR and PPA accounts so the monitoring of investing funds is not necessary.

The Trustees regularly monitor the core financial transactions of the Plan throughout the year, through the receipt of quarterly reports from the Plan's administrators, which are reviewed at Trustees' meetings. A Service Level Agreement (SLA) is in place with the administrators which, inter alia, covers the accuracy and timeliness of all core transactions. The SLAs are monitored by the Trustees at each of the Quarterly Trustee meetings. If any errors or unreasonable delays or responses are identified, the Trustees hold the administrators or investment manager, as appropriate, to account and seek to ensure that such issues are rectified and prevented from reoccurring. The Plan's accounts are also audited annually by a third party.

Using information provided by the administrators, the Trustees are satisfied that over the period covered by this statement:

- The administrator was operating appropriate procedures, checks and controls and operating within the agreed SLA;
- There has been no material administration errors in relation to processing core financial transactions with relation to the DC arrangement; and

- All core financial transactions have been processed promptly and accurately during the Plan year.

Any member complaints received are handled according to the Trustees' dispute resolution process – being considered by the administrator in the first instance and then by the Trustees if required or on appeal.

The administrators have confirmed there were no outstanding unresolved issues.

Charges and transaction costs

The Trustees are required to set out the on-going charges borne by members in this statement, which are annual fund management charges plus any additional fund expenses, such as custody costs, but excluding transaction costs; this is also known as the total expense ratio ("TER"). The TER is paid by members and reflected in the unit price of the funds.

Transferred in money purchase benefits and AVCs

Charges – Total Expense Ratios

The Administration Regulations require the Trustees to make an assessment of charges and transaction costs borne by the members with transferred in money purchase benefits and other AVC balances and the extent to which those charges and costs represent good value for members.

The Trustees have reviewed the fees payable by members of the Plan and will continue to do so to ensure charges are competitive based on the size of the arrangement.

The Trustees make available a range of funds through Aviva which may be chosen by members. These funds attracted annual charges of 0.50% pa up to 31 March 2022. As part of the fund review carried out in March 2022, the fee structure was reviewed and it was agreed that the general annual management charge (AMC) would reduce from 0.5% pa to 0.45% pa with effect from 1 April 2022. Note that two lifestyle fund options have slightly higher charges (0.49% pa for My Future fund range, 0.55% pa for My Future Focus fund range).

Transaction charges

Aviva have provided transaction costs that may be incurred by Plan members. See the appendix to this Statement for the transaction costs.

Former "Protected Rights" and PPA accounts

The Plan returns credited to PR and PPA accounts are the Plan returns gross of investment fees. Other Plan expenses are met by the Company.

Charges – example impact

Over a period of time, the charges and transaction costs that are taken out of a member's pension savings reduce the amount available to the member at retirement. The Trustees have set out in the appendix to this Statement illustrations of the potential impact of management and transaction charges on members' Aviva fund values. The illustrations have been prepared in accordance with the DWP's statutory guidance on "Reporting costs, charges and other information; guidance for trustees and managers of occupational pension schemes" on the projection of an example member's pension savings.

In preparing these examples, we obtained the information from Aviva. The illustrations have been carried out for the two funds that have the highest holdings by value.

We have not shown detailed illustrations for the legacy Clerical Medical AVC funds as the fund values are relatively small compared to those held with Aviva. Clerical Medical investments comprise 0.6% of the total investments. These funds are with-profits and the charges will vary over time depending on the performance of the fund.

An example has also been prepared for the PR and PPAs members, although it should be noted that the members incur no direct charges so the illustration is a projection of fund values.

Value for members

Transferred in money purchase benefits, AVCs and PR and PPA accounts

The Trustees are committed to ensuring that members receive value for members (VFM) from the Plan (i.e. costs and charges deducted from members' pots provide good value in relation to the benefits and services provided by or on behalf of the Plan) compared to plans of a similar size or structure.

The Trustees have assessed the extent to which the Plan provides value for members, taking into account the charges and transaction costs. The Trustees believe that members get good value in relation to the investment funds for AVC benefits for the following reasons:

- The costs and charges deducted from members provide good value in relation to the benefits and services they receive, when compared to other options available in the market;
- Members are part of a well governed scheme which receives a comprehensive administration service;
- The standard charges for the Aviva funds available have reduced with effect from 1 April 2022 to 0.45%pa which is below the charge cap of 0.75%pa for default funds set out in the Occupational Pension Scheme (Charges and Governance) Regulation 2015; and
- A small number of members invest in Clerical Medical funds, but as this arrangement is a with-profits arrangement the details of the explicit charges for these funds are not available. Clerical Medical advise on their website that there are no explicit fund charges; instead they deduct an amount to cover the expenses of running traditional policies, including investment management expenses, when they are calculating bonuses. They review the level each year to reflect actual expenses, and periodically check that the deductions are not out of line with comparable rates charged by other companies.

In considering whether the Plan provides value for members, the Trustees also consider the other benefits members receive from the Aviva arrangement, including:

- The range of investment options and strategies; and

- The quality of support services such as the Plan website where members can access fund information online, the efficiency of administration processes and the extent to which the administrator met or exceeded its service level standards for the Plan year.

Overall, the Trustees believe that members of the Plan are receiving fair value for money for the charges and costs that they incur. The main reason for this conclusion is the Trustees believe the transaction costs provide value for members.

Former "Protected Rights" and PPAs

The Trustees are confident that members do get value under the internal accounts in that there are no deductions for expenses in respect of PR and PPA accounts. However, the Trustees also acknowledge the special circumstances of the PR and PPA accounts and recognise there are no investment options available within the Plan to members under this arrangement.

Net Investment Returns

In the tables below are shown the net investment returns (return on investments after deduction of any charges or transaction costs) for each of the self-select fund options that members were able to select and in which members were invested during the year to 31 December 2021. When preparing this information, the Trustees have considered the guidance issued by the Department for Work and Pensions (DWP) titled 'Completing the annual Value for Members assessment and Reporting of Net Investment Returns'dated October 2021. At the year end only 2 members were invested in the My Future Growth fund range. As Aviva advised that the members have not selected a glidepath option, the returns are shown by the component funds the members are currently invested in. One member is also invested in the My Future Annuity fund range and the return is also shown as the component return since blended return was not available.

Fund Name	Net Investment Return for the 10 years to 31 December 2021	Net Investment Return for the 5 years to 31 December 2021	Net Investment return for the 1 year to 31 December 2021
Aviva Pension BlackRock (60:40) Global Equity Index Tracker	9.4%pa	7.3%pa	15.3%
Aviva Pension BlackRock UK Equity Index Tracker	7.1%pa	8.0%pa	15.1%
Aviva Pension BlackRock Over 15 Year Gilt Index Tracker	5.4%pa	3.7%pa	-6.4%
Aviva Pension Cash	-0.1%pa	-0.1%pa	-0.4%
Lifestyle Strategy – Aviva Pension My Future Growth	-	9.5%pa	16.7%
Lifestyle Strategy – Aviva Pension My Future Annuity	-	3.2%pa	-4.5%

Trustee knowledge and understanding (TKU)

The Board of Trustees maintains a strong process to enable it to properly fulfil its role and responsibilities and to ensure the individual Trustees have sufficient knowledge and understanding to run the Plan effectively. The Trustees' approach to meeting the TKU requirements are outlined below:

New Trustees

There is an induction programme in place and its objectives are to:

- Provide new trustees with a balanced, accurate, high-level and real-life overview of the Plan and its governance processes to enable them to become effective in their new role as quickly as possible;
- Ensure new trustees have an understanding of the Plan, its infrastructure, membership and the regulatory environment in which it operates;
- Build an understanding of the internal and external environment, and the key challenges and issues facing the Company and the Plan; and
- Facilitate building relationships with the other Trustees and advisors.

Over the scheme year in question four new Trustees were appointed and provided with the induction programme.

All trustees

In addition, the following arrangements are in place for all trustees:

- Encouraging all Trustees to complete relevant modules of the Pension Regulator's Trustee Toolkit including updates and new modules when added;
- Maintaining a rolling programme of Trustee training which is delivered within Trustees' meetings where appropriate;
- Recording all training and attendance at appropriate seminars in the Trustee training log in order to support the Chair's statement; and
- Reviewing the training programme regularly following a self-assessment of Trustee knowledge, understanding and skills and input from the Plan's professional advisers on where the training should focus for the coming year.

Training relating to the AVC Plans

The Trustees' advisers proactively raise any changes in governance requirements and other matters relevant to the AVC Plans. The Trustees' advisers would typically deliver training on such matters at a Trustee meeting or the annual training day.

The Trustees operate an Investment Subcommittee (ISC) which will recommend to the full Trustee Board implementation decisions relating to investments, including the DC investments. Detailed induction training was covered over Q2 2021; AVC funds were considered by the ISC and inclusion of the new lifestyle fund range, My Future Focus, agreed at the Trustee meeting in March 2022.

Over the Scheme year the hot topics discussions included discussions relating to different governance structures for investments and climate change risks through the calendar year.

As a result of the training undertaken, the specialist skills of the individual Trustees and the professional advice available, we are confident that the combined knowledge and understanding enables the Board of Trustees to exercise properly our functions as Trustee of the Plan. In particular, the Trustees are conversant with the Trust Deed and Rules, the current Statement of Investment Principles, the documents detailing the Trustees' policies, pensions and trust law, and the principles for funding and investment of occupational schemes.

Approved by the Trustees and signed on their behalf by;

Edward Jones
Edward Jones (Jul 16, 2022 09:33 GMT+1)

Edward Jones
16-Jul-2022
Chairman of the Trustees
The Colgate-Palmolive Pension Plan

Appendix – Aviva cost and charge analysis

Example illustrations of charges on accumulated funds

Plan name: The Colgate-Palmolive Pension Plan

Plan year end date: 31 December 2021

The table below sets out transaction costs and certain charges which apply to selected funds together with illustration examples of the cumulative effect of these costs and charges incurred by members. Where we refer to charges in the below, this will also include any expenses.

Fund transactional costs and charges total (%)

	BlackRock (60:40) Global Equity Index Tracker	BlackRock UK Equity Index Tracker	My Future Growth
AMC	0.45%	0.45%	0.49%
Additional expenses	0.00%	0.00%	0.00%
Transaction Costs	0.0923%	0.2430%	0.0941%

AMC is the annual management charge which is the yearly charge to cover administration costs and to pay the fund manager for managing the funds. The rates shown apply with effect from 1 April 2022. Previously, the AMC was 0.5% pa for the equity funds and 0.55% for My Future range.

The additional expenses include management fees and expenses that vary with the day to day costs of running the fund.

Transaction costs arise when a fund manager buys or sells the underlying assets of a fund.

The purpose of these example illustrations

The purpose of the example is to show how fund related costs and charges can affect the overall value of the funds that the Plan invests in over time.

Illustrations showing the impact of fund transaction costs and charges in a projected pension fund in today's money (£)

The "before charges" column shows the projected pension fund without any transaction costs, charges or rebates being applied.

The "after all charges" column shows the projected pension fund after transaction costs, charges and rebates that have been applied.

	BlackRock (60:40) Global Equity Index Tracker		BlackRock UK Equity Index Tracker		My Future Growth	
Years	Before Charges £	After all charges £	Before Charges £	After all charges £	Before Charges £	After all charges £
1	10,195	10,139	10,195	10,123	10,156	10,100
3	10,597	10,426	10,597	10,378	10,476	10,306
5	11,014	10,719	11,014	10,639	10,805	10,515
10	12,132	11,490	12,132	11,318	11,675	11,056
15	13,362	12,317	13,362	12,041	12,615	11,625
20	14,718	13,202	14,718	12,810	13,631	12,223
25	16,211	14,152	16,211	13,628	14,729	12,852
30	17,856	15,170	17,856	14,498	15,915	13,514

About these illustrations

For these illustrations we've assumed;

- The starting age is 35 and the retirement age is 65;
- No future contributions are made;
- Projected pension fund values are shown in today's terms, and do not need to be reduced further for inflation. Inflation is assumed to be 2.5% each year;
- The starting pension fund value in the first year is £10,000; and
- Each illustration has been produced on the basis this is the only fund invested in and that all transaction costs and charges are deducted from that fund.

The growth rate for each fund is set out below. These are for illustrative purposes only and are not guaranteed. The investment growth achieved may be more or less than this and may vary depending on the type of fund.

BlackRock (60:40) Global Equity Index Tracker	5.5%
BlackRock UK Equity Index Tracker	5.5%
My Future Growth	4.1%

If the growth rate we've used is:

- The same as the rate of inflation, this reduces the growth rate, after making an allowance for inflation, to 0%;
- Less than the rate of inflation, this produces a negative growth rate after making an allowance for inflation.

Appendix – PR and PPA accounts illustrations

Example illustrations of charges on accumulated funds

Plan name: The Colgate-Palmolive Pension Plan
Plan year end date 31 December 2021

Fund transaction costs and charges

The Plan returns credited to PR and PPA accounts are the Plan returns gross of investment fees and all Plan expenses are met by the Company. The member pays no charges.

The purpose of these example illustrations

The purpose of the example is to show how fund related costs and charges can affect the overall value of the funds that the Plan invests in over time. As the member does not pay any charge the table just shows the projected fund based on the current expected returns on the Fund.

Illustrations showing the projected pension fund in today's money (£)

The "before charges" column shows the projected pension fund without any transaction costs, charges or rebates being applied.

The "after all charges" column shows the projected pension fund after transaction costs, charges and rebates that have been applied. As charges are not paid by the member there is no difference in the projected funds.

	Plan assets	
Years	Before Charges £	After all charges £
1	9,985	9,985
3	9,956	9,956
5	9,927	9,927
10	9,855	9,855
15	9,783	9,783
20	9,711	9,711
25	9,640	9,640
30	9,570	9,570

About these illustrations

For these illustrations we've assumed;

- The starting age is 35 and the retirement age is 65;
- No future contributions are made;
- Projected pension fund values are shown in today's terms, and do not need to be reduced further for inflation. Inflation is assumed to be 2.5% each year; and
- The starting pension fund value in the first year is £10,000.

The growth rate for the fund is set out below. These are for illustrative purposes only and are not guaranteed. The investment growth achieved may be more or less than this.

Fund	2.35%

The return assumes the investment strategy remains unchanged over the period of projection.

If the growth rate we've used is:

- The same as the rate of inflation, this reduces the growth rate, after making an allowance for inflation, to 0%;
- Less than the rate of inflation, this produces a negative growth rate after making an allowance for inflation.

The Colgate-Palmolive Pension Plan
Annual Implementation Statement for the year ending 31 December 2021

1. Introduction and purpose of this Statement

This document is the Annual Implementation Statement ("the implementation statement") prepared by the Trustees of the Colgate-Palmolive Pension Plan (the "Plan") covering the Plan year to 31 December 2021.

The purpose of this statement is to:

- set out the extent to which, in the opinion of the Trustees, the Plan's Statement of Investment Principles ("SIP") required under section 35 of the Pensions Act 1995, as amended, has been followed during the year;
- detail any reviews of the SIP that the Trustees have undertaken, and any changes made to the SIP over the year as a result of the review;
- describe the voting behaviour by, or on behalf of, the Trustees over the year; and
- set out the extent to which, in the opinion of the Trustees, the engagement policy within the SIP has been followed during the year.

A copy of this implementation statement will be made available within the Plan's annual report and accounts for the year to 31 December 2021, and will be available alongside the SIP and Chair's Statement on this website: https://www.colgate.com/en-gb .

2. Review of, and changes to the SIP

During the year, due to improvements in the funding level on the self-sufficiency basis, the Trustees implemented switches from equities into bonds in line with the previously agreed 'journey plan'. Further details on the de-risking is covered in the investment strategy section of this statement.

The SIP was reviewed and subsequently updated during the year to reflect the revised investment strategy following de-risking.

The revised SIP was agreed and formally adopted by the Trustees on 24 September 2021.

Following the year-end, a new range of AVC options, the My Future Focus investment programme, was added to the range, as part of a review of member options and charges. The list of options included in the SIP's appendix was therefore updated and the revised SIP was finalised in May 2022.

3. Adherence to the SIP

The Trustees have invested in accordance with the SIP in force during the year. In particular the Trustees believe the policies outlined in the SIP have been fully adhered to during the Plan year. The remaining parts of this implementation statement set out details of how this has been achieved. These details relate to those parts of the SIP which set out the Trustees' policies, and not those which are statements of fact.

Defined Benefits

Governance

The Trustees are responsible for investment matters related to the Plan. Investment matters are dealt with by the Investment Subcommittee (ISC). Four quarterly Trustee meetings were held over the year along with three ISC meetings. The main investment focus of the Trustees over the course of the Plan year was to carry out de-risking actions which were triggered by the journey plan. Once fully implemented by the end of August 2021, the Trustees have paused to consider the longer-term journey plan and consider various implementation and governance structures.

In addition, the February 2022 annual training day covered a number of investment topics including sustainability and climate risks and interest rate and inflation hedging.

Investment objectives

The Trustees' primary investment objective is to limit the risk of the assets not being sufficient to meet the liabilities.

The Trustees have adopted a de-risking strategy under which the Plan's growth assets are gradually reduced and transferred into the Plan's matching assets. Historically, the Trustees held the secondary funding objective of being self-sufficient, that is, fully funded on a gilts-flat discount rate, and moving towards a strategic benchmark that is more aligned to the Plan's liabilities on this basis. For 2022 and future years, the Trustees have agreed a strategic objective to achieve the Plan's long-term target of self-sufficiency having regard to buy-out.

The Trustees, together with the Scheme Actuary and Investment Consultant, monitor the Plan's funding level on these measures on an ongoing basis through the Willis Towers Watson Asset Liability Suite.

Following the market rebound over the second half of 2020 the Trustees considered some interim de-risking actions as flagged by the journey plan. These were carried out over Q2 and Q3 2021. As mentioned above, following the de-risking actions, the Trustees are investigating a suitable investment strategy to reach the long-term target. The first step is to consider whether the current asset classes held remain suitable or whether some more sophisticated assets would be more appropriate, noting the increased governance which may then be required and the optimal way of accessing these assets. A full review of the journey plan will be carried out once the preferred governance and implementation route has been confirmed.

Investment beliefs

The Plan's SIP includes the Trustees' beliefs on responsible investing. The Trustees understand that sustainability factors (including those related to ESG and climate change) and stewardship may impact the Plan's financial outcomes and their policy is to delegate these factors to the investment managers.

The Trustees recognise that with a largely passive portfolio, the managers take no material decisions on the holdings to be included in the portfolio. However, the Trustees expect the managers to engage with the companies and issuers in which they invest in relation to the financial and non-financial implications of sustainability issues.

Accordingly, the Trustees' policy is to engage with the managers, with respect to relevant matters including capital structure of investee companies, actual and potential conflicts, other stakeholders and ESG impact of underlying holdings, in order to understand their policies on sustainability and stewardship, and review these policies regularly to ensure that the managers are carrying out their delegated responsibilities. The Trustees will also review monitoring reports on sustainability and stewardship from the managers (e.g. voting records) on a regular basis.

An investment beliefs session was carried out as part of the annual training day in February 2022 to confirm and challenge wider sustainable investment and climate beliefs to ensure they are aligned.

Investment Strategy

Following the de-risking actions over 2021, the target investment policy allocates 20% of the Plan's assets to equity assets, 37% to Index-Linked Gilts, 24% to Fixed-Interest Gilts and 19% to Corporate bonds. This is aligned with the strategy set out in the SIP dated September 2021.

As stated in the SIP, following market volatility in 2008 the Trustees suspended rebalancing (with the exception of the overseas equity hedging benchmark within each geographical region which is automatically rebalanced to maintain the agreed hedged versus unhedged split of 75%/25%) and have put the following strategy in place:

- The Notional Income Service ("NIS") (previously Notional Dividend Income Payments ("NDIP")) enables regular notional income from the Plan's investments to be drawn on an automatic basis;
- With effect from 1 October 2021 the Trustees have selected NIS payments in respect of all available assets, previously this was only in respect of UK equities and corporate bonds. These payments and employer contributions will be invested in a Liquidity Fund to assist with cashflow management;
- On a quarterly basis, at each Trustees' meeting, the actual asset allocations are compared to the target holdings and any rebalancing considered appropriate discussed;
- The Liquidity Fund holding is considered on a quarterly basis at each Trustees' meeting; and
- The Trustees review their stance on rebalancing at the quarterly Trustees' meetings.

Once the journey plan has been finalised, depending on the timing of the trigger being breached, the Plan's benchmark will be reviewed by the ISC and/or the entire Trustee board when pre-defined trigger points of the Plan's funding level are reached. The ISC may recommend at that time that the pre-planned reductions in equity holdings are made, towards a final portfolio which closely matches the Plan's liability profile.

Investment Managers

The Trustees have appointed one investment manager, Legal and General Investment Management (LGIM). The majority of the funds are held on a passive basis.

The Trustees are not involved in the investment managers' day-to-day method of operation but their policy is to monitor the returns achieved by the manager relative to the respective fund benchmarks on a regular basis. During the year, the Trustees received quarterly reports showing portfolio returns relative to the benchmark from the investment manager. Any relevant investment manager updates have also been discussed at the Trustee meetings with the Scheme Actuary and Investment Consultant.

Over the year, there were no changes to the Plan's investment managers and no selection exercise was undertaken.

The Trustees monitor the cost associated with managing the Plan's assets on an annual basis, which includes the costs associated with portfolio turnover. In addition, the Trustees monitors the level of turnover within each mandate to ensure that this is consistent with the index that is being tracked.Over the year there were no specific issues that arose with the investment manager.

Realisation of investments

The Trustees receive regular updates from the administrators regarding the likely cash flow position of the Plan. At each quarterly Trustee meeting the Trustees determine whether investment or disinvestment will be required. Procedures are adopted to manage the cash flow position, including the Notional Income Service described above.

The Trustees will, when possible, provide the investment managers with reasonable notice of future cash needs.

Investment risks

The Trustees have identified several risks involved in the management of the Plan's assets which are taken into account when reviewing the investment arrangements.

Deficit risk was considered through the analysis undertaken by WTW as part of the investment strategy and journey plan review in 2018 and update in 2020 as part of the ISC's deliberations in terms of the de-risking actions. This illustrated the expected progression of the growth in the assets relative to the liabilities as well as considering the downside risks under different strategies.

Liquidity risk is managed by the Trustees and Plan's administrators who measure and manage the level of cash held in order to limit the impact of cash flow requirements.

Currency risk is managed by implementing and monitoring a currency hedging programme to reduce the impact of exchange rate movements in the Plan's asset value.

Interest rate and inflation mismatching risk is managed by holding assets that respond to changes to interest rates and inflation in a similar way to the liabilities. Following the de-risking in 2021, the amount of Gilt holding increased and as a result the level of mismatching has reduced. This means that the funding level is less sensitive to changes in interest rates and inflation as the assets and liabilities are more aligned. As part of the discussions on governance and implementation routes the Trustees are considering ways to further improve the level of matching, including introducing leveraged Gilts.

Sponsor risk is managed by receiving regular financial updates from the Company.

Training Knowledge and Understanding

The Trustees are provided with regular training updates at each Trustee meeting. In addition there is an annual training day which allows the Trustees to further develop their knowledge. Due to a number of Trustee changes in 2021, there was extensive introductory training which covered a number of investment issues. There was also training on different implementation and governance structures at the annual training day carried out in February 2022.

Over the year the Trustees received training on changes required to the SIP from their investment consultant and also ESG training from their investment manager, LGIM.

A training log is maintained and a self-assessment of training needs is carried out annually.

New ISC members are provided with additional training to ensure they are equipped with the knowledge and understanding to make investment decisions and, critically, challenge the advice provided by their advisers.

Over the Plan year, there was a number of changes of trustees due to Company changes. Training induction programmes were provided to the new Trustees.

Defined Contribution money underpin

DC underpin monies are notionally invested in the Plan's assets as a whole and granted returns broadly in line with the return on Plan assets gross of fees.

Additional Voluntary Contributions ("AVCs")

The Trustees provided a facility for active members to pay AVCs into the Plan. The assets attributable to these contributions are held separately from the main fund in the form of insurance contracts with life assurance companies. Members participating in this arrangement each receive an annual statement confirming the amounts held on their behalf and the movements in the year.

The Plan has two AVC providers, one of which is an historic with-profits arrangement with Clerical Medical; the main provider is Aviva(previously Friends Life).

Following a review of the AVC fund options with Aviva in March 2022, the Trustees decided to add an additional fund range called My Future Focus (MFF), which offers more active management and a stronger focus on ESG. As part of this exercise, the fee structure was reviewed and it was agreed that the general annual management charge (AMC) would be reduced from 0.5% pa to 0.45% pa. Note that two fund lifestyle options have slightly higher charges (0.49% for My Future and 0.55% for My Future Focus).

Within the AVC section, the investment risk is borne by the member. The Trustees' primary investment objective for this section is therefore to provide a range of investment options, which broadly satisfy the risk profiles of all members.

Full details of the lifetime journeys and fund options are included in the Appendix to this implementation statement.

The Trustees have sought advice from the Plan's Investment Consultant throughout the year and in particular around the establishment of the MFF.

The Appendix sets out the fund options for the main policy with Aviva.

Risk

The Trustees take advice from the Investment Consultant in relation to measuring the level of risk inherent to members via the investment options/funds offered.

The Trustees have considered risks for the AVCs of the Plan from a number of perspectives.

The Trustees provide the Plan's members access to information on the available investment funds with Aviva, which includes an explanation of the risks associated with investing.

Monitoring

The Trustees monitor the performance of all the investment funds annually via a report provided by the AVC provider, presented at Trustee meetings. This provides the Trustees with a breakdown of return and risk metrics of the funds. In addition to this, the Trustees currently receive information on fund values as part of a quarterly update provided by Aviva.

There were no issues with the AVC providers that arose over the year..

4. Voting and engagement (Defined Benefits excluding AVCs)

The Trustees have delegated the day-to-day voting and engagement activity relating to the assets to the Plan's investment managers. The Trustees recognise that with a largely passive portfolio, the managers take no material decisions on the holdings to be included in the portfolio. However, the Trustees expect the managers to engage with the companies and issuers in which they invest in relation to the financial and non-financial implications of sustainability issues.

The Trustees' policy is to engage with the managers to understand their policies on sustainability and stewardship and review these policies regularly to ensure that the managers are carrying out their delegated responsibilities.

During the year the Trustees receive regular sustainability and stewardship reporting from LGIM in line with the Trustees' policy as stated in the SIP. Training was also provided on LGIM's approach to sustainability at a quarterly Trustee meeting.

Summary of voting over the year

Voting information on the Plan's bond holdings (also managed by LGIM) is not provided as the vast majority of loan and debt securities do not come with voting rights.

The Plan's equity investments are managed by LGIM via pooled funds on an index-tracking basis. Given the indexed nature of the mandates, LGIM are constrained in the equities they must hold in each fund.

A summary of the voting on behalf of the Plan over the year to 31 December 2021 is provided in the following table in respect of all the LGIM equity funds that the Plan invests in. This table shows the number of vote resolutions in which LGIM were eligible to participate for the specified fund, the percentage of those eligible vote resolutions that they exercised, and the percentages of the exercised votes where they voted for management, against management or where they abstained.

LGIM Fund	Number of votes eligible	% of votes exercised	% of votes for	% of votes against	% abstained/ other
North American Equity	7,846	99.7%	70.9%	29.0%	0.1%
Europe (ex-UK) Equity	7,665	100%	82.2%	17.4%	0.4%
Japan Equity	5,306	100%	86.3%	13.7%	0%
Asia Pacific (excluding Japan)	2,308	100%	72.4%	27.3%	0.3%
UK Equity Fund	9,923	100%	92.8%	7.2%	0%

Voting statistics are out of total eligible votes and are sourced from LGIM.

The table contained in Appendix B outlines two significant votes cast by the Plan's investment managers on the investors' behalf for each fund. Out of the list of significant votes provided by LGIM, details for the two largest companies, by fund holding at the date of vote, have been provided. LGIM's votes focus on Board of Directors, Remuneration, Climate and Corporate Governance issues, in alignment with the Trustees' and Corporate's views.

Engagement

Across both public and private assets, LGIM have established a fully integrated framework for responsible investing to strengthen long-term returns and raise market standards. This is based on investment stewardship with impact and collaborative, active research across asset classes. Ongoing dialogue with companies is a fundamental aspect of LGIM's commitment to responsible investment. Engagement will be triggered in a variety of ways, such as regular catch-ups; analysis of responsible investment themes and voting issues; general knowledge of the company; or a media report. LGIM incorporate ESG assessments into their dialogue with companies, in order to push for real change and long-term sustainable value creation. Over 2021, the key themes covered by the manager included the race to net zero; the obesity crisis and its impact; and banks' social responsibilities. By connecting top-down macro and thematic views with bottom-up micro analysis of corporate fundamentals, they were able to unearth opportunities for long-term, sustainable returns. Due to the size of their holdings, engagements tend to be with board directors.

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 they do not outsource any part of the strategic decisions. Use of ISS recommendations is purely to augment their own research and proprietary ESG assessment tools. To ensure their proxy provider votes in accordance with their position on ESG, LGIM have put in place a custom voting policy with specific voting instructions. These instructions apply to all markets globally and seek to uphold what we consider are minimum best practice standards which LGIM believe all companies globally should observe, irrespective of local regulation or practice.

LGIM retains the ability in all markets to override any vote decisions, which are based on their custom voting policy. They have strict monitoring controls to ensure their votes are fully and effectively executed in accordance with their voting policies, including regular manual checks of the votes, and electronic alerts to inform them of any rejected votes which may require further action.

Appendix A – Aviva AVC Investment Options

Fund Range

The following funds are available to the AVC members with Aviva.

- Aviva BlackRock 60:40 Global Equity Index Fund
- Aviva BlackRock UK Equity Index Fund
- BlackRock Over 15 Year Gilt Index Fund
- BlackRock Cash Fund

Lifetime Investment Programmes

The Plan offers members Lifetime Investment Programme strategy options which take the members from a Growth Phase through the Pre-Retirement Phase to their retirement portfolio over a period of 15 years for My Future and 10 years for My Future Focus.

- My Future
- My Future Target Annuity
- My Future Target Cash Lump sum
- My Future Target drawdown
- My Future Focus
- My Future Focus Target Annuity
- My Future Focus Target Cash Lump sum
- My Future Focus Target drawdown

Default option

- There is no default option

Appendix 2 – Significant votes

The commentary set out below is based on detail in the relevant manager's reports on the votes cast:

Significant votes cast	Coverage in portfolio
Company 1: Facebook, inc **Resolution:** Elect Director Mark Zuckerberg **Decision:** Withhold – LGIM expects companies to separate the roles of Chair and CEO due to risk management and oversight **Rationale for inclusion:** A vote linked to an LGIM engagement campaign, in line with the Investment Stewardship team's five-year ESG priority engagement themes **Company 2: JP Morgan Chase & Co** **Resolution:** Elect Director Todd A. Combs **Decision:** Against - As Above **Rationale for inclusion:** As above	Legal and General Investment Management – North America Equity Index Fund
Company 1: Total SE **Resolution:** Re-elect Patrick Pouyanne as Director **Decision:** Against the resolution (against management) – LGIM expects companies to separate the roles of Chair and CEO due to risk management and oversight **Rationale for inclusion:** A vote linked to an LGIM engagement campaign, in line with the Investment Stewardship team's five-year ESG priority engagement themes **Company 2: Kering SA** **Resolution:** Re-elect Francois-Henri Pinault as Director **Decision:** As Above **Rationale for inclusion:** As above	Legal and General Investment Management – Europe Equity Index Fund
Company 1: Mitsubishi UFJ Financial Group, Inc **Resolution:** Amend Articles to Disclose Plan Outlining Company's Business Strategy to Align Investments with Goals of Paris Agreement **Decision:** For – LGIM expects companies to be taking sufficient action on the key issue of climate change. While they positively note the company's recent announcements around net-zero targets and exclusion policies, they think that these commitments could be further strengthened and believe shareholder proposal provides a good directional push. **Rationale for inclusion:** LGIM views climate change as a financially material issue for their clients, with implications for the assets we manage	Legal and General Investment Management – Japan Equity Index Fund

on their behalf. This was also a high-profile proposal in Japan, where climate-related shareholder proposals are still rare. **Company 2: Shin-Etsu Chemical Co., Ltd.** **Resolution:** Resolution 3.1 Elect Director Saito, Yasuhiko **Decision:** Against (management recommendation: for) - LGIM views gender diversity as a financially material issue for clients. As part of our efforts to influence our investee companies on having greater gender balance and following a campaign on gender diversity in Japan in 2019, Since then LGIM escalated their voting policy. In 2020, LGIM announced they would be voting against all companies in the large-cap TOPIX 100 index that do not have at least one woman on their board. In 2021, LGIM expanded the scope of our policy to vote against TOPIX Mid 400 companies that do not have at least one woman on the board. **Rationale for inclusion:** LGIM views gender diversity as a financially material issue for clients, with implications for the assets they manage on their behalf.	
Company 1: Sands China Ltd. **Resolution:** Resolution 2a Elect Robert Glen Goldstein as Director **Decision:** Against – LGIM expects companies to separate the roles of Chair and CEO due to risk management and oversight **Rationale for inclusion:** A vote linked to an LGIM engagement campaign, in line with the Investment Stewardship team's five-year ESG priority engagement themes **Company 2: Wilmar International Limited** **Resolution:** Resolution 5 Elect Kuok Khoon Hong as Director **Decision:** As Above **Rationale for inclusion:** As above	Legal and General Investment Management – Asia Pacific (ex Japan) Developed Equity Index Fund
Company 1: Imperial Brands plc **Resolution:** Approve Remuneration Report and Approve Remuneration Policy **Decision:** Against both – concerns company appointed a new CEO during 2020, who was granted a significantly higher base salary than his predecessor. A higher base salary has a consequential ripple effect on short- and long-term incentives, as well as pension contributions. Further, the company did not apply best practice in relation to post-exit shareholding guidelines as outlined by both LGIM and the Investment Association. An incoming CEO with no previous experience in the specific sector, or CEO experience at a FTSE100 company, should have to prove her or himself beforehand to be set a base salary at the level, or higher, of an outgoing CEO with multiple years of such experience. Further, LGIM would expect companies to adopt general best practice standards.	Legal and General Investment Management – UK Equity Index Fund

Rationale for inclusion: Concern over the ratcheting up of executive pay; and belief executive directors must take a long-term view of the company in their decision-making process. **Company 2: Informa Plc** **Resolution:** Re-elect Stephen Davidson, Mary McDowell, Helen Owers as Directors, Re- Approve Remuneration Report **Decision:** Against - the company's prior three Remuneration Policy votes – in 2018, June 2020, and at a General Meeting that was called in December 2020 – each received high levels of dissent, with 35% or more of votes cast against. At the December 2020 meeting, the Remuneration Policy and the Equity Revitalisation Plan (EVP) received over 40% of votes against. The EVP was structured to award the CEO restricted shares to a value of 600% of salary. LGIM has noted concerns with the company's remuneration practices for many years. Due to continued dissatisfaction, they again voted against the proposed Policy at the December 2020 meeting. However, despite significant shareholder dissent at the 2018 and 2020 meetings, the company implemented the awards under the plan, a few weeks after the December meeting. Additionally, the Remuneration Committee has adjusted the performance conditions for the FY2018 long-term incentive plan (LTIP) awards while the plan is running, resulting in awards vesting where they would otherwise have lapsed. Due to consistent problems with the implementation of the company's Remuneration Policy and the most recent events as described above, LGIM has voted against the Chair of the Remuneration Committee for the past three years. Given the company has implemented plans that received significant dissent from shareholders without addressing persistent concerns, LGIM has taken the decision to escalate our vote further to all incumbent Remuneration Committee members, namely Stephen Davidson (Remuneration Committee Chair), Mary McDowell and Helen Owers. **Rationale for inclusion:** LGIM took the rare step of publicly pre-declaring it before the shareholder meeting. Publicly pre-declaring their vote intention is an important tool for engagement activities. They pre-declare vote intentions for a number of reasons, including as part of their escalation strategy, where they consider the vote to be contentious, or as part of a specific engagement programme.	