



ENGAGEMENT REPORT  
Q3 2021

# ENGAGEMENT OVERVIEW

## OUR ESG PHILOSOPHY STATEMENT

We believe ESG investors are best served by an investment process that considers both top-down and bottom-up factors. Integrating ESG analysis at the country, sector and stock levels consistent with clients' investment goals and ESG policies maximises the likelihood of achieving desired performance and improving environmental and social conditions worldwide.

## OUR ENGAGEMENT APPROACH

We engage companies as part of our fundamental analysis, and to clarify or express concerns regarding potential ESG issues. Through engagement, we meet with management to discuss issues we believe are pertinent to the company or to gain a better understanding of its industry. Information learned from engagement can impact our investment decisions. Further details are provided in our Engagement Policy, which can be downloaded from our [website](#) or is available upon request.

## HOW WE SOURCE OUR ENGAGEMENT OPPORTUNITIES

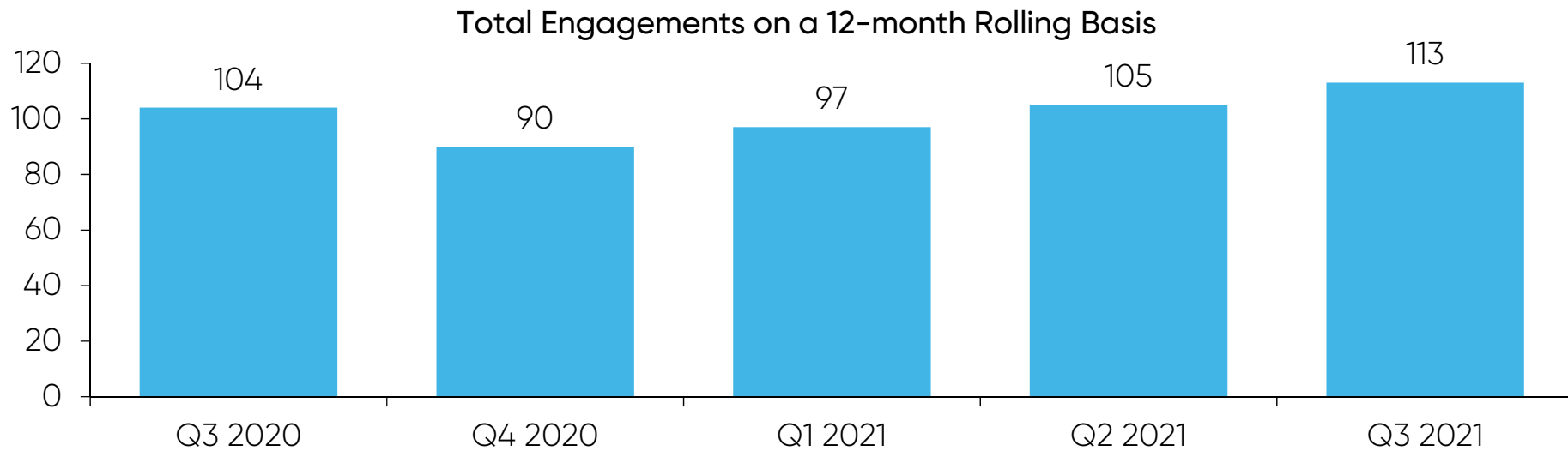
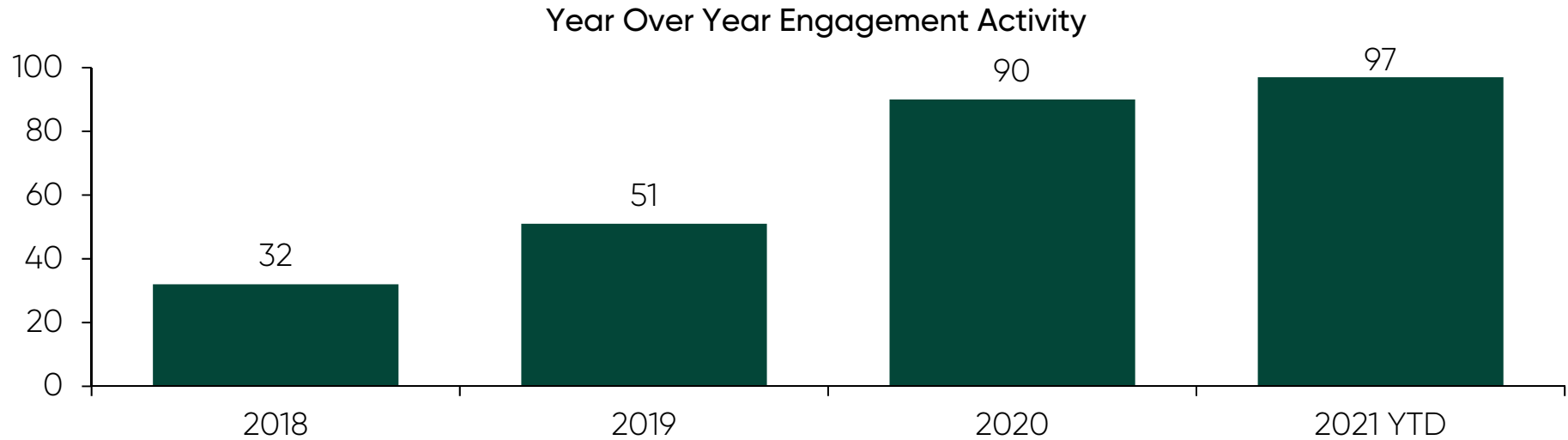


## EACH ENGAGEMENT IS:

- ✓ Researched by our team: **"What are the relevant risks and opportunities?"**
- ✓ Assigned an objective: **"What are we asking the company to do?"**
- ✓ Supported by a business case: **"Why is it important?"**
- ✓ Monitored over time: **"What milestones are achieved?"**

# ENGAGEMENT ACTIVITY

Our engagement activity has grown steadily. The totals below reflect both newly initiated engagements and established, ongoing dialogues.

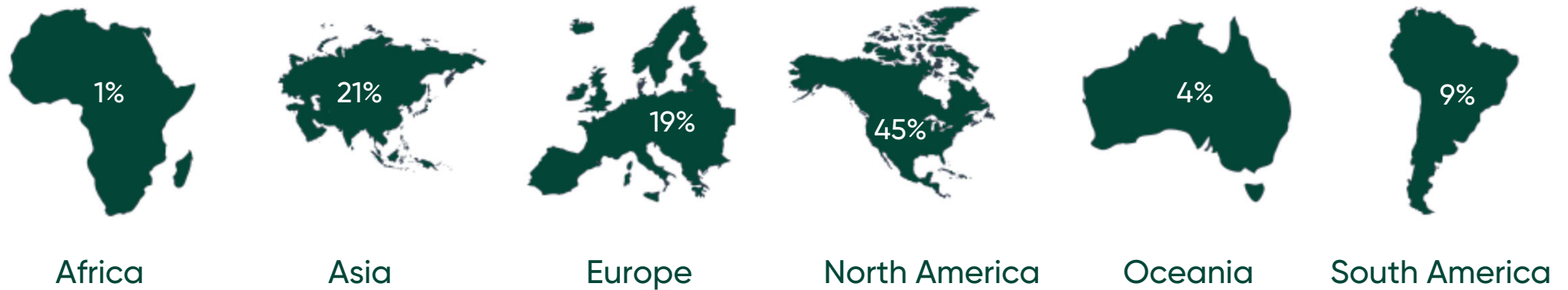


Data indicated above are based on engagement meetings for all institutional clients of Fisher Investments and its subsidiaries as of Q3 2021.

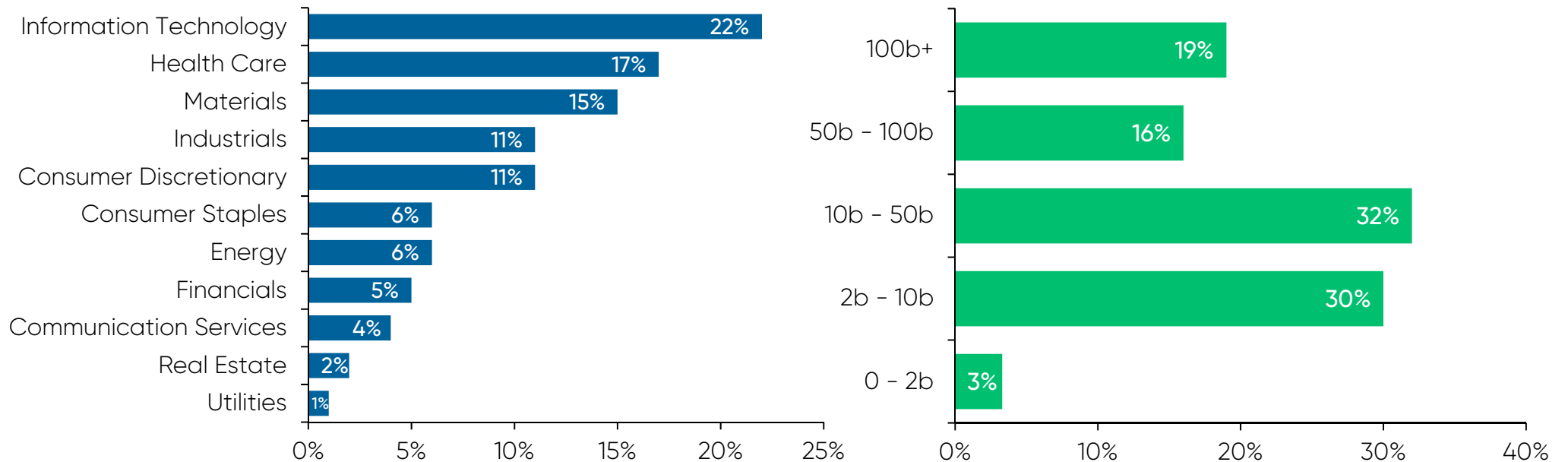
# ENGAGEMENT DISTRIBUTION

We engage across a range of geographies and sectors, as shown below.

Domicile of Engaged Companies, Trailing 1 Year as of Q3 2021



Engaged Companies by Sector & Market Cap (USD billions, Trailing 1 Year as of Q3 2021)

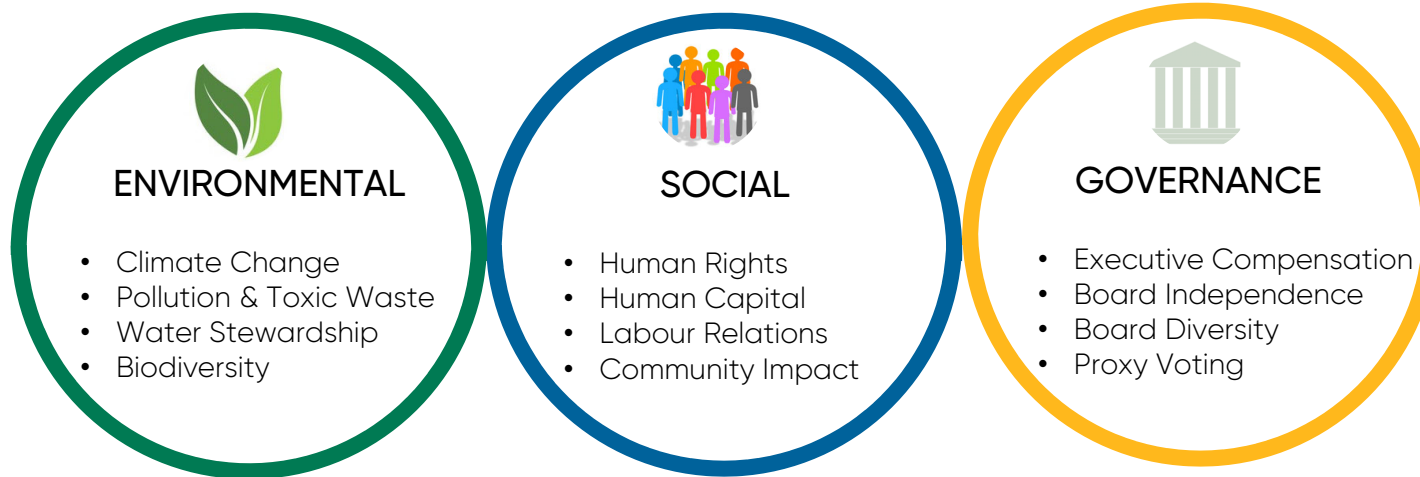


Source: FI data using Factset domicile, sector, and market capitalisation designations. Percentages above may not add up to 100% due to rounding. Data indicated above are based on engagement meetings for all institutional clients of Fisher Investments and its subsidiaries as of Q3 2021.

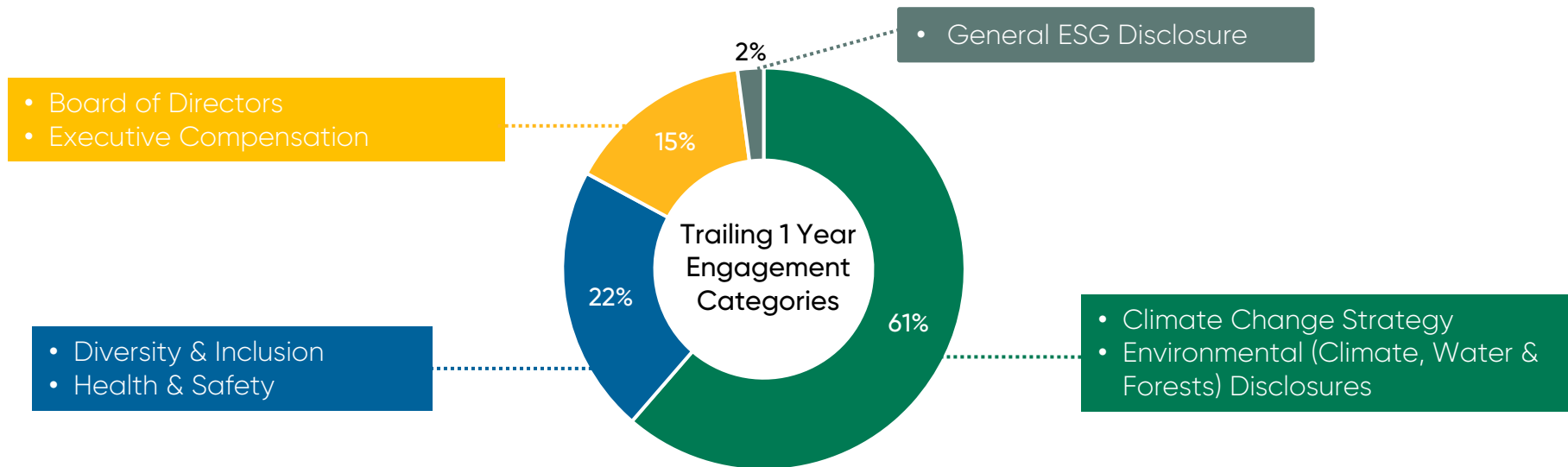


# ESG ENGAGEMENT FOCUS AREAS

We prioritise multiple factors in each ESG category.



Engagement topics by proportion of the E, S, and G categories as of Q3 2021 (Trailing 1 Year)



Data indicated above are based on engagement meetings for all institutional clients of Fisher Investments and its subsidiaries as of Q3 2021.

# ENGAGEMENT HIGHLIGHTS

## ENVIRONMENTAL & SOCIAL ENGAGEMENT



REGION: DM EUROPE



SECTOR: MATERIALS

ISSUE: BIODIVERSITY, COMMUNITY IMPACT

STATUS: ONGOING

### OBJECTIVE

Encourage the company to set rigorous safeguards to limit biodiversity, climate and community impact. Assess the company's sustainability initiatives as it embarks on a major expansion of its mining operations.

### SUMMARY

FI engaged an international mining company to inquire about its commitments and programs in the areas of biodiversity risk, climate strategy, community impact and sustainability governance.

*Biodiversity Risk:* The mining company operates copper mines in Chile. One of its mines is located at the foothills of the Andes where the risk to biodiversity is significant. The open pit mine, the pipeline network servicing the mining operations and the tailings dam at the local river, where the dry stacks tailings are deposited, produce a sensitive mix for the local ecology. The company has embarked on a major expansion of this mine, including building a desalination plant to extend its life by 15 years.

The company advised that it is updating its Biodiversity Standard in alignment with the International Council on Mining and Metals (ICMM) principle on conservation of biodiversity and it already meets the Chilean government's biodiversity regulatory board oversight. In addition, it has established a conservation zone of more than 27,000 hectares in the operational region that includes preservation of relic forest. The construction of the desalination plant is intended to mitigate water stress in the region, which has suffered prolonged draught.

*Community Impact:* FI asked about the mining operation's impact to the local community in its operation area. The company's outreach to the community is based on a recent agreement that it had reached with local groups in 2017. The social management policy of the company prioritises community safety, economic opportunities and transparent communication with the local stakeholders.

*Tailings Management:* FI questioned the impact on the tailings management currently and once the proposed extension of the dam is completed. The company updated us that it fully aligns with the newly published standard on tailings by ICMM. As part of the project to extend the life of the fourth mine, the company conducted engineering studies to establish baseline data on the structural integrity of the dam and its ability to withstand any geological disruptions. (The company highlighted that in 2015, the dam remained intact despite lying near the epicenter of a major earthquake.) Early warning sirens and monitoring stations have been set up in case of emergencies.

### OUTCOME

The company has well-developed biodiversity and sustainability programs; however, FI will continue to monitor its environmental and social performance as the expansion of its mining operation progresses.

# ENGAGEMENT HIGHLIGHTS

## ENVIRONMENTAL & SOCIAL ENGAGEMENT



REGION: DM EUROPE



SECTOR: MATERIALS

ISSUE: GHG EMISSIONS, HEALTH & SAFETY

STATUS: ONGOING

### OBJECTIVE

Understand the company's operational, safety and GHG emissions strategy.

### SUMMARY

FI engaged with an European metals company to receive general business updates and understand the impact of CO2 emissions on its business. As one of the largest copper producers in Europe, the company owns several of smelters and recycling facilities across Western and Central Europe. Pollution and emissions mitigation are top concerns for the company.

Since the company's entire business operations is based in Europe, it is subject to EU Emission Trading Scheme (ETS) and German Renewable Energy Act policies. The company currently relies on majority coal produced electricity, and thus has to pay for CO2 emissions credits under the ETS. To reduce emissions, the company is installing photovoltaic cells in one of its Central European plant. It is also considering hydrogen energy over natural gas but the current technology is not efficient enough.

The EU Carbon Border Adjustment Mechanism, which will put a carbon price on imports, does not include copper. The company received free allowances on Scope 1 emissions and indirect compensation for the purchase of electricity. While the cost of CO2 is partially covered through the current proposed allowances, the company expects copper will eventually be covered as well. The company's customers are not willing to pay a premium for lower-carbon copper presently.

The company has a Lost Time Incident Rate (LTIR) of 5.8 per million hours, above the industry average. The company acknowledged this number should decrease and highlighted its bonus structure where all members of senior management (C-Suite and level immediately below), have compensation tied to safety metrics.

### OUTCOME

FI will continue to monitor the company's safety and GHG emissions performance and consider reengagement in the future.

# ENGAGEMENT HIGHLIGHTS

## ENVIRONMENTAL ENGAGEMENT



REGION: DM EUROPE

SECTOR: FINANCIALS

ISSUE: CLIMATE CHANGE STRATEGY

STATUS: CONCLUDED

### OBJECTIVE

Receive update on the global bank's sustainable financing targets and initiatives.

### SUMMARY

FI met with a European-based global bank to receive general business updates and understand its sustainable financing initiatives. The bank recently created a specialised unit focused on sustainability that reports directly to the CEO.

Climate integration and sustainable financing are established priorities of the bank. The bank was a founding signatory of the Net-Zero Banking Alliance, and recently announced a commitment to net zero indirect emissions by 2050. In addition, the bank has doubled its original sustainable financing target to €200B by the end 2025. Wholesale or commercial banking currently accounts for 65% of its sustainable financing origination, however it expects growth in the retail segment in this space.

### OUTCOME

Engagement concluded.



# ENGAGEMENT HIGHLIGHTS

## ENVIRONMENTAL & SOCIAL ENGAGEMENT



REGION: EM SOUTH AMERICA



SECTOR: HEALTH CARE

ISSUE: ACCESS TO HEALTH CARE, WATER STRESS

STATUS: ONGOING

### OBJECTIVE

Seek company disclosure and further action on the social impact of its access to healthcare program. Understand the company's environmental management performance on water stewardship.

### SUMMARY

FI met with a Brazilian pharmaceutical company to discuss the social impact of its access to healthcare program and discussed the company's water stewardship and waste management initiatives.

The company's Sustainability Report states that one of its material priorities is a focus on social development, and features a donation program it has developed. FI asked how the program connects to access to healthcare, and learned the company's low-cost base for manufacturing generics and over-the-counter medications allows it to donate its products. During the COVID-19 pandemic, it distributed hundreds of thousands of generic medication doses to local communities. Surprisingly, the initiative is not an official program despite being a priority for management.

With regard to water stewardship, the company noted that due to a recent drought, it developed a plan to mitigate any water supply risks that includes increasing water recycling and storage capacity at its industrial plants. While the company has not set formal goals on water use, it is on target to drastically increase the amount of water it reuses by year-end. The company is discussing formal targets for both water use and waste disposal reduction.

### OUTCOME

FI recommended that the company formalise its medicine donation activity so that it can measure its effectiveness and societal impact, thereby facilitating successful outcomes. We also encouraged the company to set formal water neutrality goals. We plan to follow up after the next Sustainability Report is published.

# ENGAGEMENT HIGHLIGHTS

## ENVIRONMENTAL, SOCIAL & GOVERNANCE ENGAGEMENT



REGION: DM ASIA



SECTOR: HEALTH CARE



ISSUE: CLIMATE CHANGE STRATEGY, GHG EMISSIONS, TRAINING & DEVELOPMENT, DIVERSITY & INCLUSION

STATUS: CONCLUDED

### OBJECTIVE

Encourage operational alignment with Japan's recently announced climate commitments. Understand the company policies on human capital management and sustainability management. Assess the company's ESG strategy, goals and disclosures, including on diversity & inclusion outcomes.

### SUMMARY

The company is a rapidly growing healthcare company, which projects its growth potential to exceed current levels by 10-20 times through its aggressive M&A activity. In October 2020, Japan's Prime Minister pledged that the country will be carbon neutral by 2050, which will have an impact on the company's operations. FI engaged with the company to learn how it was managing its environmental and social impacts while undergoing rapid expansion.

*Environment.* Given its recent M&A activity, FI asked the company how it was integrating its acquisitions into a cohesive climate measuring and monitoring program. The company advised that it measures Scope 1 and Scope 2 emissions but does not currently disclose them.

The company highlighted that it has achieved a 'Grade A rank under the "Outstanding Global Warming Countermeasure Efforts" in the city of Tokyo Cap-and-Trade Program by the Tokyo Metropolitan Government Bureau of Environment. Overall,

the company's responses did not reflect a comprehensive approach to managing climate risks, nor does it have GHG emissions reduction targets.

*Social.* As a player in a highly competitive field, FI asked how the company's human capital programs effectively integrate, develop and engage its existing employees as well as those it has on-boarded via its acquisitions. The company responded with a general statement about its training programs and said it monitors effectiveness through employee retention and satisfaction surveys.

*Governance.* FI noted that the company has 30% female board representation and inquired if it discloses metrics on women's participation and advancement data. While the company has internal targets to raise the proportion of women in the employee base, the data is not externally disclosed. When it comes to the governance of sustainability, the board oversees the company's sustainability program. However, ESG metrics do not tie in to executive compensation, which we highlighted as a consideration for the future.

### OUTCOME

The company has considerable room to improve its sustainability initiatives and disclosures. To help it understand investor expectations, we followed up with a detailed description of topics and metrics to include in its disclosures. We also encouraged the company to set GHG emissions reduction targets that align with Japan's ambition and disclose gender diversity and inclusion data and targets. We intend to monitor company disclosures over the next year.

# ENGAGEMENT HIGHLIGHTS

## ENVIRONMENTAL, SOCIAL & GOVERNANCE ENGAGEMENT



REGION: DM NORTH AMERICA



SECTOR: INFORMATION TECHNOLOGY



ISSUE: EXECUTIVE COMPENSATION, CLIMATE CHANGE STRATEGY, HEALTH & SAFETY

STATUS: ONGOING

### OBJECTIVE

Discuss revisions to the executive compensation plan and seek increased tie-in to sustainability metrics on compensation program; request robust disclosure and transparency on the company's progress on its climate goals; and receive updates on company's COVID-19 response.

### SUMMARY

FI met with a North American IT company for its Summer 2021 ESG Update. The discussion primarily focused on the company's revamped executive compensation program, progress updates on its 2020 sustainability pledges, and the status of employee health and safety programs launched during the pandemic.

*Executive Compensation:* After the advisory vote on executive compensation received relatively low support in 2019 (76.7% of shareholders voted in favor), the company solicited shareholder input (including FI) and hired a new compensation consultant. As a result of the changes, support increased to 94.7% in 2020. Under the new plan, the portion of the CEO's pay that is performance-based increased from 50% to 70%. FI requested additional detail on the metrics and thresholds related to performance stock awards and cash incentive awards, however, the targets will not be disclosed before the upcoming

proxy statement is filed. FI noted that ESG metrics are a relatively minor portion of the awards and cash incentive awards. The company responded that sustainability and ESG are major planks of the leadership's goals and the priorities come from the CEO. The compensation committee remains very open to consideration of integrating ESG metrics to the compensation program, which is tied to very specific financial and operational metrics.

*Sustainability & Climate Change:* The company's 2020 Sustainability Strategy includes landmark pledges to be carbon negative and water positive by the end of the decade and zero waste by 2025. The company acknowledged that continuous progress is required to meet the ultimate goals and committed to be transparent in its waste accounting and provide regular progress updates. FI asked how the progress updates will be communicated and the company responded that it uses its annual sustainability reports and periodic public disclosures to update the investors and the public regarding the status of the sustainability goals.

*Employee Health & Safety:* The company continued to pay contracted hourly employees throughout the pandemic while extending parental leave, granting aid to local organisations, and setting in plans for hybrid workplace/staged reopening tied to local conditions. Additionally, the company views its tools and new features for improving capacities for employees and customers to adapt to remote work.

### OUTCOME

After the meeting, FI collected examples from the company's peer group that include sustainability metrics in the compensation program, and sent them to the attention of the compensation committee chair. We will continue to monitor the disclosure to evaluate the status of climate pledges.

# ENGAGEMENT HIGHLIGHTS

## ENVIRONMENTAL & GOVERNANCE ENGAGEMENT



REGION: DM NORTH AMERICA



SECTOR: CONSUMER DISCRETIONARY

ISSUE: EXECUTIVE COMPENSATION,  
POLITICAL CONTRIBUTIONS &  
LOBBYING

STATUS: ONGOING

### OBJECTIVE

Understand the design of the executive compensation program and the company's policies on political lobbying and contributions in the context of the upcoming proxy vote.

### SUMMARY

FI held a meeting with a consumer discretionary company to obtain additional information on an upcoming proxy vote. In last year's annual meeting of shareholders, the advisory vote on executive compensation received low support compared to 90% plus in the prior two years.

We inquired about the composition of the long-term incentives as the company undergoes a CEO transition. The company noted that the CEO transition period is complete and compensation figures should normalise next year. The company highlighted that its fiscal 2021 compensation program reflected COVID-related changes to the performance period. In addition, based on extensive shareholder feedback, the company switched the cash component of long-term awards to performance stock grants. Another change to the program is the inclusion of an ESG metrics modifier that will apply to future performance periods.

On the topic of political contributions and lobbying, the company leadership noted that its political contributions and lobbying policy is overseen by a board committee and is annually reviewed. The company intends to revise the policy in 2022 to strengthen its oversight and transparency. The new policy will require disclosure of all cash and in-kind political contributions over a certain threshold.

### OUTCOME

FI intends to meet with the company again in Q4 to discuss additional environmental and social topics.

# ENGAGEMENT HIGHLIGHTS

## SOCIAL ENGAGEMENT



REGION: DM EUROPE

SECTOR: ENERGY

ISSUE: HUMAN RIGHTS

STATUS: ONGOING

### OUTCOME

The company provided a lengthy response, describing actions it is taking to reduce its risks, such as discontinuing projects, suspending cash distributions to the military regime where it is able to legally do so, and offsetting taxes paid with donations to aid organisations in Myanmar. It is attempting to ensure the safety of its employees, although it cannot currently access the villages due to security risks. As is customary with collaborative engagements, FI will discuss potential next steps with the other engagement participants.

### OBJECTIVE

Take steps to address business-related human rights risks in Myanmar.

### SUMMARY

FI collaborated with 31 other institutional investors regarding the company's human rights-related business risks in Myanmar, based on the company's longstanding partnership with a state-owned enterprise. In February 2021, Myanmar's military overthrew the country's democratically-elected government, which was followed by reports of widespread human rights violations among Myanmar's civilian population. As a result of the coup, the state-owned enterprise was seized by the military and became a major source of the regime's financing. The company has a robust human rights program, and investors asked the company to take steps to protect the safety of its workforce and ensure that the company is not complicit in enabling human rights abuses.



# COLLABORATIVE ENGAGEMENT

## CDP NON-DISCLOSURE CAMPAIGN



REGION:	MULTIPLE
SECTOR:	MULTIPLE
ISSUE:	ENVIRONMENTAL (Climate change, Water and Forest Disclosures)
STATUS:	ONGOING

### OBJECTIVE

Persuade companies to report to CDP (formerly Carbon Disclosure Project) using the organisation's Climate, Water and Forest questionnaire templates.

### ENGAGEMENT ANALYSIS

CDP manages a global environmental data disclosure platform—currently, more than 9,600 companies voluntarily report to CDP.

FI participated in CDP's 2021 non-disclosure campaign (NDC), which pools investors to engage with global companies. The goal of the engagement is to request companies to report to the CDP using the organisation's Climate, Water and/or Forest disclosure questionnaires, which serve as a valuable resource for comparable data for investors and stakeholders.

On behalf of CDP 2021 NDC, in Q2 2021 FI initiated collaborative engagements with 62 companies in 17 countries listed in the tables to the right as a lead investor or a co-signer.

### OUTCOME

This engagement initiative had a 18% overall success rate. For companies where FI was the leading investor, there was 22.8% success rate.

## FI AS LEAD INVESTOR

Lead investor denotes FI's role as the primary conductor of engagements in collaboration with a global pool of institutional investors and asset managers.

Domiciled Country	# of Companies
USA	18
China	4
Brazil	2
Germany	2
Japan	2
UK	2
Australia	1
India	1
Ireland	1
Italy	1
Luxembourg	1

## FI AS CO-SIGNATORY

Domiciled Country	# of Companies
China	6
USA	6
Republic of Korea	3
Australia	2
France	2
Germany	2
Canada	1
Indonesia	1
Italy	1
South Africa	1
Switzerland	1

# DISCLOSURES

Source: Fisher Investments Research, as of September 2021.

Data indicated above are based on engagement meetings for all of Fisher Investments Institutional clients. For Professional Client Use Only. Past performance is never a guarantee of future returns. Investments in securities involve the risk of loss. Any investment programme will always involve the risk of loss. Global investing can involve additional risks, such as the risk of currency fluctuations.

As an asset management firm, Fisher Investments (FI) manages investments in shares of a wide range of companies on behalf of our clients. These shares entitle the holders to vote on various issues put forth by the company and its shareholders at the company's annual meeting or at a special meeting.

The report above demonstrates how FI engages with company management on ESG issues: environmental issues include but not limited to: climate change, toxic emissions & waste, vulnerability to legislation and impact on local communities; social issues include but not limited to: animal rights, human rights, labour relations, involvement with UN, EU and OFAC sanctioned countries, controversial weapons and governance issues include but not limited to: routine business, corporate governance, board independence, executive compensation, corporate stewardship and bribery & corruption.

FI engages according to Fisher Investments Engagement Policy and identifying engagement opportunities is a part of FI's fundamental analysis and to clarify or express concerns over potential ESG issues at the firm or industry level.

Fisher Investments Europe Limited, which also trades as Fisher Investments Europe, is authorised and regulated by the Financial Conduct Authority (FCA Number 191609) and is registered in England (Company Number 3850593). Fisher Investments Europe has its registered address at: Level 18, One Canada Square, Canary Wharf, London, E14 5AX. Fisher Investment Europe's parent company is Fisher Investments (FI), a U.S. investment adviser registered with the Securities and Exchange Commission. As of 30 September 2021, FI and its subsidiaries managed or sub-managed \$187 billion. FI and its subsidiaries maintain four principal business units – Fisher Investments Institutional Group (FIIG), Fisher Investments Private Client Group (FIPCG), Fisher Investments International (PCGI), and Fisher Investments 401(k) Solutions Group (401(k) Solutions). These groups serve a global client base of diverse investors including corporations, public and multi-employer pension funds, foundations and endowments, insurance companies, healthcare organisations, governments and high-net-worth individuals. FI's Investment Policy Committee (IPC) is responsible for investment decisions for all investment strategies. For purpose of defining "years with Fisher Investments," FI was established as a sole proprietorship in 1979, incorporated in 1986, registered with the US SEC in 1987, replacing the prior registration of the sole proprietorship, and succeeded its investment adviser registration to a limited liability in 2005. "Years with Fisher Investments" is calculated using the date on which FI was established as a sole proprietorship through 30 September 2021. Since Inception, Fisher Investments and its subsidiaries have been 100% Fisher-family and employee owned.

- Fisher Investments Europe Limited (FIE) is authorised and regulated by the Financial Conduct Authority. It is registered in England, Company Number 3850593. Fisher Investments (FI) is an investment adviser registered with the United States Securities and Exchange Commission. FIE is wholly-owned by Fisher Asset Management, LLC, trading as Fisher Investments, which is wholly-owned by Fisher Investments, Inc. Since inception, Fisher Investments, Inc. has been 100% Fisher-family and employee-owned.
- FIE delegates portfolio management to FI. FI's Investment Policy Committee is responsible for all strategic investment decisions. FIE's Investment Oversight Committee (IOC) is responsible for overseeing FI's management of portfolios that have been delegated to FI.
- This presentation relates to the Fisher Investments Institutional Group (FIIG) strategy sub-managed by FI.
- Investing in financial markets involves the risk of loss and there is no guarantee that all or any capital invested will be repaid. Past performance neither guarantees nor reliably indicates future results. The value of investments and the income from them will fluctuate with world financial markets and international currency rates.
- This document may be considered advertising within the meaning of article 68(1) of the Swiss Financial Services Act dated June 15, 2018 (status as of January 1, 2020).
- This document has been approved and is being communicated by Fisher Investments Europe Limited.

# TERMS OF BUSINESS

*Fisher Investments Europe Limited (FIE) is authorised and regulated by the Financial Conduct Authority. Registered in England, Company No. 3850593.*

## 1. Fisher Investments Europe

Fisher Investments Europe Limited trades under the name Fisher Investments Europe ("**Fisher Investments Europe**"), is registered in England (Company No. 3850593) and is authorised and regulated by the UK Financial Conduct Authority ("**FCA**") (FCA No. 191609). Fisher Investments Europe's permitted business is agreeing to carry on a regulated activity, managing investments, advising on investments, making arrangements with a view to transactions in investments, arranging deals in investments, dealing in investments as agent, advising on pension transfers and pension opt-outs, and insurance mediation. You can check this on the FCA's register by visiting the FCA's website [www.fca.gov.uk/register/home.do](http://www.fca.gov.uk/register/home.do) or by contacting the FCA on +44 0845 606 1234. The FCA's address is 25 The North Colonnade, Canary Wharf, London, E14 5HS.

## 2. Communications

Fisher Investments Europe can be contacted by mail at Level 18, One Canada Square, Canary Wharf, London, E14 5AX; by telephone on +44 0800 144 4731; or by email to [FIEOperations@fisherinvestments.co.uk](mailto:FIEOperations@fisherinvestments.co.uk). All communications with Fisher Investments Europe will be in English only. Fisher Investments Europe's web address is <https://institutional.fisherinvestments.com/engb>.

## 3. Services

These Terms of Business explain the services offered to professional clients and will apply from when Fisher Investments Europe begins to advise you. Fisher Investments Europe offers restricted advice only (meaning it does not offer independent advice based on an analysis of the whole of the market and does not recommend investment management services of companies other than Fisher Investments Europe or its affiliates). As part of its services, Fisher Investments Europe seeks to:

- a) Reasonably determine your client categorisation;
- b) Understand your financial circumstances and investment aims to determine whether the full discretionary investment service described in Clause 4 and the proposed investment mandate and accompanying benchmark(s) (or an Undertaking for Collective Investment in Transferable Securities ("UCITS") with a similar mandate and benchmark for which Fisher Investments Europe's parent company serves as investment manager) are suitable for you;
- c) Explain features of the investment strategy;
- d) Describe investment performance as it relates to the investment strategy;
- e) Provide a full explanation of costs;
- f) Assist in the completion of documentation;
- g) Where specifically agreed, review your position periodically and suggest adjustments where appropriate.

Fisher Investments Europe will not provide ongoing services unless you enter into an agreement for discretionary investment management services or invest in a UCITS as described in [Clause 4](#).

## 4. Discretionary Investment Management Service and Investments

To help you achieve your financial goals, Fisher Investments Europe may offer its discretionary investment management services. In such case, Fisher Investments Europe will outsource the portfolio management function and trading functions to its affiliates. In particular, the portfolio management function will be outsourced to Fisher Investment Europe's parent company, Fisher Asset Management, LLC, trading as Fisher Investments ("**Fisher Investments**"), which is based in the USA and is regulated by the US Securities and Exchange Commission (SEC). In addition, trading functions may be carried out by Fisher Investments Europe, its affiliate, Fisher Investments Luxembourg, Sàrl ("**FIL**"), which is based in Luxembourg and is regulated by the Commission de Surveillance du Secteur Financier (CSSF), Fisher Investments, or other affiliates (each, a "**Trading Delegate**"). Fisher Investments Europe may also outsource certain ancillary services to Fisher Investments, Fisher investments Ireland, or other affiliates.

Subject to applicable regulations, for qualified investors Fisher Investments Europe may recommend an investment in UCITS regulated by the Central Bank of Ireland and for which Fisher Investments serves as investment manager.

## 5. Client Categorisation

Fisher Investments Europe deals with both retail clients and professional clients. All clients and potential clients who deal with Fisher Investments Europe's institutional directors (sales) ("**Institutional Directors**"), will be treated as professional clients, either through qualification as a professional client or, in the case of local municipal authorities, through opting up to be treated as a professional client. Accordingly, you are categorised as a professional client. You have the right to request re-categorisation as a retail client which offers a higher degree of regulatory protection, but Fisher Investments Europe does not normally agree to requests of this kind.

# TERMS OF BUSINESS

*Fisher Investments Europe Limited (FIE) is authorised and regulated by the Financial Conduct Authority. Registered in England, Company No. 3850593.*

## 6. Financial Services Compensation Scheme ("FSCS")

Whilst the activities of Fisher Investments Europe are covered by the FSCS, compensation under the FSCS in the event Fisher Investments is unable to meet its liabilities because of its financial circumstances is only available to eligible claimants. Because you have been categorised as a professional client, you are unlikely to be eligible. In addition, the protections of the UK regulatory regime, including the FSCS, do not apply in relation to the services of Fisher Investments or any non-UK service providers or to the extent your assets are invested in non-UK funds or ETFs. In the event you are eligible and do have a valid claim, the FSCS may be able to compensate you for the full amount of your claim up to £85,000 per person per firm. You can contact Fisher Investments Europe or the FSCS ([www.fscs.org.uk](http://www.fscs.org.uk)) in order to obtain more information regarding the conditions governing compensation and the formalities which must be completed to obtain compensation.

## 7. Risks

Investments in securities present numerous risks, including various market and currency fluctuation, political, economic and political instability, differences in financial reporting, liquidity risk, interest rate risk, credit risk, and other risks, and can be very volatile.

Investing in securities can result in a loss, including a loss of principal. Using leverage to purchase and maintain larger security positions will increase exposure to market volatility and risk of loss and is not recommended. Investments in securities are only suitable for clients who are capable of undertaking and bearing a risk of loss. Specific risks associated with particular types of securities that may be held in your account are explained further below.

Past performance is not a guarantee nor a reliable indicator of future investment returns. Fisher Investments Europe cannot guarantee and makes no representation or warranty as to future investment returns or performance. There is no guarantee for avoidance of loss, which is impossible with investments in securities, and you have not received any such guarantee or similar warranty from Fisher Investments Europe or any representatives thereof.

Depending on your investment strategy, Fisher Investments Europe may invest in the following types of securities, which carry the following risks:

Investments in smaller companies may involve greater risks than investments in larger, more mature companies. Investing in derivatives could lose more than the principal amount invested in those instruments. Various investment techniques used by Fisher Investments Europe may increase these risks if market conditions are not accurately predicted.

Equity securities prices may fluctuate in response to many factors, including general market conditions, specific sector and country issues, and company specific information or investor sentiment. Individual equity securities may lose essentially all their value in the event of bankruptcy or other insolvencies of the underlying issuer.

Fixed income securities are subject to various risks, including price fluctuation due to changes in the interest rate environment, market liquidity, changes in credit quality of the issuer, prepayment or call features of the securities, and other factors, including issuer default. While some fixed income securities are backed by the full faith and credit of a sovereign government, this does not prevent price fluctuations nor fully eliminate the risk of default. If fixed income securities are not held to maturity, they may realise losses.

Using borrowed funds to purchase and maintain larger security positions will increase exposure to market volatility. In a declining market, investment losses may be substantially increased, occur more rapidly, or become realised. Fisher Investments Europe does not typically employ margin leverage (gearing) on the overall strategy, but may employ some leverage directly or indirectly as a defensive technique (e.g. margin borrowing of securities to sell short for hedging purposes), or indirectly on a limited basis through individual derivative securities, as described more fully below.

If Fisher Investments forecasts a prolonged and substantial market downturn, Fisher Investments Europe may adopt defensive posturing for your account by investing substantially in fixed income securities, money market instruments, structured or exchange traded notes, put options or other derivatives on securities or indexes or ETFs, selling short securities or ETFs, and other hedging techniques. There can be no guarantee that Fisher Investments will accurately forecast any prolonged and substantial downturn in the market, that Fisher Investments Europe will adopt a defensive strategy, or that the use of defensive techniques would avoid losses.

Derivatives typically derive their value from the performance of an underlying asset, interest rates or index. The price movements of derivatives may be more volatile than those of other securities and result in increased investment risk. Many of these investments may not enjoy as much liquidity as other securities.

Short sales may be used to fully or partially hedge other investments or to seek returns unrelated to other investments. "Short sales" means the borrowing of a security for a period of time and selling the borrowed security on the market; the seller is then required to buy the security on the market at a later time before it is due to be returned. Short sales result in gains or losses depending on whether the price of the security increases versus the price at the time of the short sale (which results in a loss) or decreases versus the price at the time of the short sale (which results in a gain). The loss from a short sale is theoretically unlimited depending on how much the security sold short increases in value.

Structured notes and ETNs are debt instruments whose return is derived from the performance of a reference index or other underlying securities or investments. The performance of a note is determined primarily by the performance of the underlying investments; therefore, despite technically being a corporate debt instrument, notes can be designed to provide returns similar to other asset classes. These notes may include leverage, which increases risk and volatility. These notes are issued by third-party financial institutions, at the request of Fisher Investments, and thus bear the credit risk of those entities. Whilst a feature of such notes is a maturity date, they may be sold in the market or redeemed with the issuer before maturity. Given the limited number of market makers involved in quoting a given note, price dislocation versus fair value may occur should limit orders not be utilised when sold in the open market. Alternatively, such notes may be redeemed daily back to the issuer, minus a redemption fee specific to each issuer (generally close to 0.10%), implicitly charged in the execution price.

# TERMS OF BUSINESS

*Fisher Investments Europe Limited (FIE) is authorised and regulated by the Financial Conduct Authority. Registered in England, Company No. 3850593.*

## **8. Data Protection**

To offer and provide the services described in Clause 3, Fisher Investments Europe may collect and process personal data that is subject to data protection laws, in accordance with its Privacy & Cookie Policy. You acknowledge the Privacy & Cookie Policy, which can be found here: <https://www.fisherinvestments.com/en-gb/privacy>.

## **9. Custody and Execution**

None of the Fisher Investments group companies (the "Fisher Group"), including Fisher Investments Europe, are authorised to hold client money. No Fisher Group company will accept cheques made payable to any of the Fisher Group companies in respect of investments, nor will they handle cash. All client assets are held at external custodian banks where each client has a direct account in their own name.

If you appoint Fisher Investments Europe as your discretionary asset manager, Fisher Investments Europe will arrange (including through its Trading Delegates) for the execution of transactions through selected custodian banks and brokers and at such prices and commissions that it determines in good faith will be in your best interests. Further information regarding selection of brokers is governed by your investment management agreement ("IMA") with Fisher Investments Europe. Fisher Investments Europe does not structure or charge its fees in such a way as to discriminate unfairly between execution venues.

The brokers and dealers to which your transactions may be allocated will use various execution venues, including without limitation:

- a) Regulated Markets in the USA or elsewhere (usually those exchanges where companies have their primary listing and other exchanges on which their securities are admitted to trading);
- b) Multi-Lateral Trading Facilities ("MTF") and Organised Trading Facilities ("OTF") in the USA or elsewhere (i.e. a multilateral system, operated by an investment firm or a market operator, which brings together multiple third-party buying and selling interests in financial instruments—in the system and in accordance with non-discretionary rules—in a way that results in a contract);
- c) Systematic Internalisers (which are investment firms dealing as principal and providing liquidity on a systematic basis);
- d) Other liquidity providers that have similar functions to any of the above;
- e) Counterparties that may access the above venues on behalf of Fisher Investments Europe and/or its Trading Delegates (or their clients) or trade on their own account.

You must be notified and approve of any off-venue trades prior to execution unless previously agreed to by you directly with the custodian. As a result of brokers/dealers using the execution venues mentioned above, your transactions may be executed on an execution venue that is neither a regulated market in the European Union nor an MTF in the European Union and therefore you will be required to expressly consent to the execution policy of Fisher Investments Europe by signing the IMA.

Fisher Investments Europe's top five trading venues are listed on its website.

Generally, financial instruments will not be affected if a custodian suspends payments or goes bankrupt. This is due to the fact that you will normally be able to take possession of your financial instruments based on the custodian's registration of your rights. Generally, it is only if the custodian fails to handle your financial instruments or register your rights correctly where you may not be able to take possession of the financial instruments.

If you appoint Fisher Investments Europe as your discretionary asset manager, you will receive a periodic statement every calendar quarter. This statement compares the performance of your account with that of a relevant benchmark in order to facilitate the assessment of performance achieved by the account. For performance, management fee calculation and reporting purposes, exchange traded equity securities are valued based upon the price on the exchange or market on which they trade as of the close of business of such exchange or market. All equity securities that are not traded on a listed exchange are valued using a modelled estimate of the bid price, also known as a bid evaluation, provided by Fisher Investments Europe's primary pricing service. Fixed income securities are valued based on market quotations or a bid evaluation provided by Fisher Investments Europe's primary pricing service. All securities are valued daily given a price from Fisher Investments Europe's primary pricing service is provided; otherwise, all securities are valued on at least a monthly basis.

## **10. Conflicts of Interest**

Fisher Investments Europe has a conflicts of interest policy to identify, manage and disclose conflicts of interest Fisher Investments Europe, its affiliates or any of their employees or representatives may have with a client of Fisher Investments Europe, or that may exist between two clients of Fisher Investments Europe. Fisher Investments Europe's conflicts of interest policy covers gifts and favours, outside employment, client privacy, inadvertent custody, marketing and sales activities, recommendations and advice, and discretionary investment management services. Institutional Directors of Fisher Investments Europe are paid a variable component of their total remuneration, calculated as a percentage by reference to management fees paid to Fisher Investments Europe during the first three to ten years of a client relationship. Such remuneration will not increase or impact the fees payable by you. Fisher Investments Europe and Fisher Investments have a financial incentive for Fisher Investments Europe to manage client assets. Details on Fisher Investments Europe's conflicts of interest policy are available on request.



# TERMS OF BUSINESS

*Fisher Investments Europe Limited (FIE) is authorised and regulated by the Financial Conduct Authority. Registered in England, Company No. 3850593.*

## **11. Fees**

If you enter into an IMA with Fisher Investments Europe, you will pay management fees to Fisher Investments Europe as detailed in the IMA. Fisher Investments Europe will pay a portion of such management fees to Fisher Investments as the sub-manager. If you invest in a UCITS fund managed by Fisher Investments, Fisher Investments will receive its management fee indirectly through the UCITS. Fisher Investments Europe does not charge a separate fee for its introducing or distribution services. You will also incur transaction and custody fees charged by brokers and custodians. However, any such additional fees will be payable directly to those brokers/custodians, and no Fisher Group company will receive any commission or other remuneration from those brokers/custodians.

## **12. Termination**

If you wish to cease using the services of Fisher Investments Europe at any time, then send notification in writing and the arrangement will cease in accordance with the IMA. However, if a transaction is in the middle of being arranged on your behalf at that time and it is too late to unwind it, then the transaction may need to be completed first.

## **13. Complaints**

Fisher Investments Europe seeks to provide a high standard of service to clients at all times. If you have a complaint about services, please contact Fisher Investments Europe:

by writing to: Head of Compliance  
Fisher Investments Europe Limited  
Level 18, One Canada Square  
Canary Wharf, London, E14 5AX  
or by calling: +44 0800 144 4731

Fisher Investments Europe will endeavour to resolve the matter, as soon as practicable and generally within 8 weeks. If you are dissatisfied with the outcome of any complaint made to Fisher Investments Europe, or you do not receive a response within such time, you may be eligible to complain directly to the UK Financial Ombudsman Service ("FOS"). Further details in respect of FOS can be found at [www.financial-ombudsman.org.uk](http://www.financial-ombudsman.org.uk).

## **14. Governing Law**

These Terms of Business are governed by, and will be construed in accordance with, the laws of the England.