The University of Leeds Pension and Assurance Scheme

Statement of Investment Principles – September 2020

1. Introduction

The Trustee of the University of Leeds Pension and Assurance Scheme ("the Scheme") has drawn up this Statement of Investment Principles ("the Statement") to comply with the requirements of the Pensions Act 1995 ("the Act") and subsequent legislation. The Statement is intended to affirm the investment principles that govern decisions about the Scheme's investments. A separate document detailing the specifics of the Scheme's investment arrangements is available upon request.

In preparing this Statement the Trustee has consulted the University of Leeds, the Sponsoring Employer, to ascertain whether there are any material issues of which the Trustee should be aware in agreeing the Scheme's investment arrangements.

2. Process For Choosing Investments

The process for choosing investments is as follows:

- Identify appropriate investment objectives;
- Agree the level of risk consistent with meeting the objectives set;
- Construct a portfolio of investments that is expected to maximise the return (net of all costs) given the targeted level of risk.

In considering the appropriate investments for the Scheme the Trustee has:

- obtained and considered the written advice of Barnett Waddingham LLP, whom the Trustee believes to be suitably qualified to provide such advice. The advice received and arrangements implemented are, in the Trustee's opinion, consistent with the requirements of Section 36 of the Pensions Act 1995 (as amended);
- taken into account an "appropriate time horizon" which is considered to be very long term given that the Scheme remains open to accrual and new members; and
- taken into account financially material considerations including but not limited to environmental, social and governance considerations, which the Trustee considers can have a material impact on risk adjusted returns.

3. Investment Objectives

The Trustee's objective is to invest the Scheme's assets in the best interests of the members and beneficiaries, and in the case of a potential conflict of interest in the sole interest of the members and beneficiaries. The Trustee has noted that the Scheme remains open to new entrants and believe that they can take a longer term view in comparison with many other pension schemes, so long as they continue to believe that the University has a strong covenant. The Trustee has therefore agreed that it should maintain a relatively high proportion of the Scheme's assets in growth assets and are looking to achieve a return on the investments, over the long term, that is well ahead (at least 3% pa) compared with investing in 'low risk' assets such as gilts.

4. Risk Management and Measurement

There are various risks to which any pension scheme is exposed. The Trustee's policy on risk management is as follows:

- The primary risk upon which the Trustee focusses is that arising through a mismatch between the Scheme's assets and its liabilities.

- The Trustee recognises that whilst increasing risk increases potential returns over a long period, it also increases the risk of a shortfall in returns relative to that required to cover the Scheme's accruing liabilities as well as producing more short-term volatility in the Scheme's funding position. The Trustee has taken advice on the matter and (in light of the objectives noted previously) has adopted an asset allocation policy that combines investment in both higher and lower risk asset classes. This is based on the view that the University's covenant is sufficiently strong to take this position.

- The Trustee recognises the risks that may arise from the lack of diversification of investments. Subject to managing the risk from a mismatch of assets and liabilities, the Trustee aims to ensure the asset allocation policy in place results in an adequately diversified portfolio. In addition, the Scheme's investment managers are expected to hold diversified portfolios of assets to control the risk of over-exposure to individual stocks.

- The documents governing the manager appointments include a number of guidelines which, among other things, are designed to ensure that only suitable investments are held by the Scheme. The managers are prevented from investing in asset classes outside their mandates without the Trustee's prior consent.

- Arrangements are in place to monitor the Scheme's investments to help the Trustee check that nothing has occurred that would bring into question the continuing suitability of the current investments. To facilitate this, the Trustee meets regularly with the Scheme's investment managers and receive regular reports from all the investment managers and the investment consultants. These reports include an analysis of the overall level of return, to ensure the risks taken and returns achieved are consistent with those expected.

- The safe custody of the Scheme's assets is delegated to professional custodians (via the use of pooled vehicles).

Should there be a material change in the Scheme's circumstances, the Trustee will review whether and to what extent the investment arrangements should be altered; in particular whether the current risk profile remains appropriate.

5. Portfolio Construction

The Trustee has adopted the following control framework in structuring the Scheme's investments:

- There is a role for active management.
- To help diversify manager specific risk, more than one manager has been appointed.
- At the total Scheme level and within individual manager appointments investments should be broadly diversified to ensure there is not a concentration of investment with any one issuer. This restriction does not apply to investment in UK Government debt.
- Investment in derivatives is permitted either directly or within pooled or segregated funds as long as they contribute to a reduction in risk or facilitate efficient portfolio management.
- Investment may be made in securities that are not traded on regulated markets. Recognising the risks (in particular liquidity and counterparty exposure) such investments will normally only be made with the purpose of reducing the Scheme's mismatch risk relative to its liabilities, to facilitate efficient portfolio management, or to improve the level of diversification in the Scheme's assets. In any event the Trustee will ensure that the assets of the Scheme are predominantly invested on regulated markets.
- No investment is permitted by an appointed investment manager in the securities issued by the relevant manager's company or any affiliated companies (other than any such securities held within a pooled fund in which the Trustee invests).
- Borrowing is not permitted except to cover short term liquidity requirements, to reduce mismatch risk relative to the Scheme's liabilities, or where leverage is required within a particular fund to achieve the desired risk/return profile.

6. Investment Strategy

Given their investment objectives the Trustee has implemented the investment strategy detailed in the table below. Details of the individual asset classes and manager arrangements are set out in the Summary of Investment Arrangements. The Trustee targets a high level of return and is therefore comfortable with accepting a relatively high overall level of risk, given the long term view it has adopted and the University's covenant, and believe that the investment risk arising from the investment strategy combined with the risks arising from active management is consistent with this approach.

Asset Class	Target Allocation (%)
Equities	50
Non-equity growth assets*	40
Liability matching assets**	10
Total	**100.0**

* Includes property and other alternative assets expected to generate returns materially in excess of gilts over the longer term
**Includes gilts, index-linked gilts, investment grade corporate bonds and other assets expected to reduce mismatch risk against the Scheme's liabilities

The Trustee will keep the Scheme's asset allocation under review and will consider any changes to the above allocation it deems necessary, including consideration of the potential role for alternative assets.

7. Day–to-Day Management of the Assets

The Trustee delegates the day to day management of the assets to a number of investment managers. As part of the manager selection process the Trustee has satisfied itself, with the assistance of its investment consultants, that the managers have the appropriate knowledge and experience for managing the Scheme's investments. Through ongoing monitoring and with the assistance of its investment consultants the Trustee also ensures that it is satisfied that the investment managers are continuing to carry out their work competently.

The Trustee has determined, based on expert advice taking into account financially material considerations, a benchmark mix of asset types and ranges within which each appointed investment manager may operate.

With assistance from its investment consultants, the Trustee regularly reviews the continuing suitability of the Scheme's investments, including the appointed managers, for all matters which are deemed to be financially material. This includes monitoring that assets continue to be invested in accordance with each investment manager's mandate and that such mandates remain appropriate.

The Trustee also monitors the performance and service of its investment consultants on an ongoing and regular basis against the objectives with which they have been set.

To assist the Trustee in monitoring the Scheme's assets, it has formed an Investment Committee and has agreed the following objectives for the Committee:

- To consider and decide upon the detailed provisions of the changes to the investment strategy and report these to the Trustee.
- To implement effectively the investment strategy agreed by the Trustee.
- To make recommendations to the Trustee for the amendment of the investment strategy which the Committee determined were necessary.
- To determine the appropriate implementation timetable.

Details of the appointed managers can be found in a separate document produced by the Trustee entitled "Summary of Investment Arrangements", which is available to members upon request, as are the terms of reference for the Investment Committee.

8. Expected Return

The Trustee expects to generate a return, over the long term, above that of the actuarial assumptions under which the Scheme's funding has been agreed. It is recognised that over the short term performance may deviate significantly from the long term target.

9. Additional Assets

Under the terms of the Trust Deed the Trustee is responsible for the investment of Additional Voluntary Contributions paid by members. The Trustee reviews the investment performance of the chosen providers on a regular basis and take advice as to the providers' continued suitability.

10. Realisation of Investments

The investment managers have discretion in the timing of realisation of underlying assets and in considerations relating to the liquidity of those assets within parameters stipulated in the relevant appointment documentation and pooled fund prospectuses. The Trustee decides (with the advice from their investment managers and/or investment consultants) on how investments should be realised for cash to meet Scheme benefits and expenses.

If the investment consultants' monitoring of financially material considerations indicates that an investment manager may no longer be appropriate then the investment consultants will bring this to the attention of the Trustee who then considers, in conjunction with their investment consultants, whether and if so how best to realise/disinvest the investment.

11. Environmental, Social and Governance including but not limited to climate change considerations (ESG)

The Trustee has received training on ESG factors, and has discussed the extent to which ESG factors should be taken into account in the Scheme's investment strategy. The Trustee is aware that the University has updated its policy towards

ESG factors, and the Trustee is now in the process of reviewing its own ESG policy. This will include determining the extent to which the Trustee will seek to achieve consistency with the approach taken by the University. Once the review is complete, the Trustee's ESG policy will continue to evolve to take account of market practice in this area and the information available.

The Trustee is of the belief that ESG and climate risk considerations extend over the entirety of a company's corporate structure and activities i.e. that they apply to equity, credit and property instruments or holdings. The Trustee also recognises that ESG and climate-related issues are constantly evolving and along with them so too are the products available within the investment management industry to help manage these risks.

Financially material ESG considerations

The Trustee's policy towards ESG factors is that it believes that ESG factors have the potential to be financially material over the "appropriate time horizon" which the Trustee considers to be very long term given that the Scheme remains open to accrual and new members. In practice all of the Scheme growth assets are invested with investment managers in pooled funds. As such the extent to which ESG factors will be taken into account in the selection of underlying investments is determined by the investment managers' own policies on such matters. The Trustee will however take into account, alongside other financially material factors, financially material ESG factors in the selection of investment managers and funds, and the retention and realisation of assets held in investment managers' funds as follows:

- **Selection:** When appointing a new investment manager, the Trustee will request that investment managers provide information regarding their ESG credentials including their policies on how ESG factors are taken into account when selecting, retaining and realising underlying investments. These credentials will then be taken into account alongside other factors in the decision as to whether to appoint each investment manager. The Trustee will normally select investment managers who are a signatory to the United Nations supported Principles for Responsible Investment (PRI). Where the Trustee is contemplating investing with an investment manager who is not a signatory to the PRI the investment manager will be asked to explain why they are not a signatory. The Trustee may decide to invest with a non-signatory investment manager if it considers it appropriate to do so in the circumstances – for example because such investment manager has other characteristics which are important for meeting the Trustee's investment objectives.

- **Retention:** The Trustee will request information from investment managers regarding their actions/practices in respect of ESG matters during the course of investments and if an investment manager attends a Trustee meeting they will be asked to provide an update on their ESG activities. The Trustee will, with assistance from its investment consultants, on an annual basis compare and contrast the investment managers' approaches to ESG and will consider whether investment managers are in practice taking appropriate action in respect of ESG matters.

- **Realisation:** Investment manager performance/actions in respect of ESG matters will be factored into wider assessments regarding appropriateness of continued investment with the particular investment manager.

  For the non-growth assets, which is a liability driven investment, the Trustee believes that ESG issues are not financially material as the underlying assets are financial derivative based contracts designed to hedge out exposure to nominal interest rates and inflation.

Policy for managing ESG policy

The Trustee will arrange for further training on ESG factors to be provided as research and regulatory requirements around the factors develop.

The Trustee looks to its investment consultants to assist the Trustee in the application of its ESG policy. The Trustee expects the investment consultants to have processes in place to monitor investment managers' ESG activity as part of its investment research functions and will, where relevant, feedback any concerns/views to the Trustee and will factor ESG consideration into its investment recommendations.

The Trustee will request information annually from the Scheme's investment managers about how they have integrated ESG into their investment process. This should include information on how investments have been selected or realised for ESG purposes.

Investment manager ESG policies are reviewed in the context of best industry practice and feedback is/will be provided to the investment manager.

Policy on non-financial matters

The Trustee has no intention at this present time to take into account non-financial matters, such as Scheme members' ethical views, in the selection, retention and realisation of investments.

12. Policy on arrangements with asset managers

Incentives

The Trustee typically invests in multi-investor pooled funds, rather than bespoke investment vehicles tailored for the Scheme, and therefore has little to no ability to specify the risk profile, return targets, underlying asset classes and/or investment policies of the pooled funds which are set by the managers and apply to all investors in such funds. As a result the Trustee does not provide any direct incentives for the investment managers to align their practices with the Trustee's policies. Instead the Trustee's approach is to determine its investment policies, which are set out in this document, and to select investment vehicles that it believes best align with these policies.

Prior to selecting an investment vehicle, the Trustee seeks expert advice from its investment consultants and discusses and considers factors such as the benchmark applicable to the investment vehicle and the investment manager's investment philosophy, processes and policy as well as the manager's approach to ESG, climate-related risks and engagement activity. The Trustee considers with its investment consultants the extent to which the investment manager's policies and practices are aligned with the Trustee's own investment aims, beliefs and constraints for the part of the portfolio being considered and whether it would be more appropriate to use another manager for the mandate.

In the event that an appointed investment manager ceases to meet the Trustee's desired aims, including the management of ESG and climate-related risks, using the approach expected of them, the Trustee will consider whether it would be more appropriate to use another manager for the mandate. This acts as an indirect incentive for the investment managers to continue to perform in line with the criteria against which they were assessed at selection.

The investment managers are remunerated by the Trustee based on the assets they manage on behalf of the Trustee. As the funds grow, due to successful investment by the investment manager, they receive more and as values fall they receive less. In some instances, a performance fee may also be applied.

Where closed-ended funds are used, the fund usually has a fixed term with a performance target defined over this fixed term. To account for the fact that the PAS's funds will typically be locked up for a number of years in these funds, performance-related fees are typically incorporated to incentivise the manager to achieve the target level of returns over the full term of the investment.

Other than for LDI assets, the Trustee believes that this fee structure, including the balance between any fixed and performance-related element, along with the monitoring of the investment managers' performance over an appropriate period as set out in the following section, incentivises the investment manager to focus on long-term performance.

For LDI assets, the setting of a clear benchmark linked to the value of the Scheme's liabilities incentivises the manager to manage the portfolio in line with Trustee's risk management requirements. The Trustee acknowledges that a fall in the value of the LDI portfolio, in line with a fall in the value of the liabilities, would reduce the remuneration paid to the manager. The Trustee does not consider this to be a disincentive for the manager to invest in line with its benchmark, because the Trustee makes clear to its LDI manager that any material deviation from its benchmark which is considered out of line with the manager's expected approach could result in the appointment of a replacement LDI manager.

The Trustee asks the Scheme's investment consultants to assess if the asset management fee is in line with the market when the manager is selected, and the appropriateness of the annual management charges are considered every three years as part of the review of the Statement of Investment Principles.

More details on the fee agreements with each of the Scheme's funds are set out in the accompanying "Summary of Investment Arrangements" document.

The Trustee carries out a high-level review of their strategy at least every three years where they assess the continuing relevance of the strategy in the context of the

Scheme and their aims, beliefs and constraints. The Trustee monitors the investment managers' approach to ESG and climate-related risks on an annual basis.

Method and time horizon for assessing performance

The Trustee's policy is to monitor the performance of the Scheme's investment managers regularly to ensure that they continue to perform in line with the criteria against which they were assessed when they were appointed and continued alignment with the policies in this document. The Trustee's focus is on the medium to long term performance of its investment managers over pre-determined periods that are consistent with the Trustee's investment aims, beliefs and constraints, however short term performance issues are also considered and monitored. The Trustee's investment consultants conduct this monitoring on the Trustee's behalf and provide the Trustee with quarterly reporting which typically comments on performance and activity of the individual investment managers, including historical performance and any corporate or personnel developments that may affect future performance.

The Trustee then uses this reporting to discuss, with the assistance of its investment consultants, wider strategic issues for the Scheme such as asset allocation and liquidity.

When monitoring performance the Trustee is mindful that the impact of ESG and climate change may be of a long-term nature and are considering this in their wider review of their ESG policy. The Trustee recognises that the potential for change in value as a result of ESG and climate risk, may occur over a shorter term than climate change itself. The Trustee has acknowledged this in their investment management arrangements.

When considering the management of objectives for an investment manager (including ESG and climate risk objectives), and then assessing their effectiveness and performance, the Trustee assesses these over an agreed predetermined rolling timeframe. The Trustee believes the use of rolling timeframes, typically 3 to 5 years, is consistent with ensuring the investment manager makes decisions based on an appropriate time horizon. Where a fund may have a shorter-term target, this is generally supplementary to a longer-term performance target. In the case of assets that are actively managed, the Trustee expects this to be sufficient to ensure an appropriate alignment of interests. The Trustee does not expect ESG considerations to be disregarded by the investment manager in an effort to achieve any short-term targets.

The Trustee expects investment managers to be voting and engaging on behalf of the Scheme's holdings and the Scheme reports on this activity within the Implementation Statement in the Scheme's Annual Report and Accounts.

Duration of arrangement with manager

The suitability of the Scheme's asset allocation and its ongoing alignment with the Trustee's investment aims, beliefs and constraints is assessed every three years, or when changes deem it appropriate to do so more frequently. As part of this review the ongoing appropriateness of the investment managers, and the specific funds used, is assessed.

For the open-ended pooled funds in which the Scheme invests, there is no predetermined investment timeframe with the investment managers. The open-ended pooled funds are either daily, weekly or monthly dealt meaning that the Trustee can terminate the appointments at short notice.

The Scheme invests in a segregated LDI portfolio managed by River & Mercantile, which also has no pre-determined investment timeframe. The portfolio consists of cash and gilt holdings, which are used as collateral for derivatives contracts with a number of counterparty banks. If the Trustee decided to disinvest from this portfolio then the derivatives contracts would be unwound and the remaining cash and gilts sold. This process would likely take place over a number of trade dates separated by a few weeks, to avoid the risk of adverse market conditions for the Scheme on any particular trade date.

For closed-ended funds in which the Scheme invests, the funds have a pre-determined fixed term over which the investment manager will draw-down capital, make investments, and distribute returns. When the Trustee monitors the performance of these funds this term is taken into account, with the expectation that early on in the term when the funds are largely drawing-down capital to invest, performance may be behind the return that is expected over the full term of the fund. The Trustee reviews the appointment with the investment managers of closed-ended funds as the manager releases new iterations of the funds (which the Trustee may consider further investment into) and at, or just prior to, maturity of the closed-ended funds.

More details on the terms of the Scheme’s closed-ended funds are set out in the accompanying “Summary of Investment Arrangements” document.

Portfolio turnover costs

During the investment manager appointment process, the Trustee considers both past and anticipated portfolio turnover levels. The Trustee acknowledges that portfolio turnover costs can impact on the performance of their investments. The Trustee does not monitor these costs directly and instead relies on its investment consultants to proactively raise any occasion where these costs are expected to have a materially detrimental impact on a manager’s ability to achieve its investment objective.

Overall performance, net of portfolio turnover costs, is assessed as part of the regular investment monitoring process. There are no pre agreed benchmarks in place to monitor portfolio turnover costs against, but when underperformance is identified, deviations from the expected level of turnover may be investigated with the investment manager concerned if it is felt they may have been a significant contributor to the underperformance. Assessments reflect the market conditions and peer group practices.

The Trustee acknowledges that for some asset classes, such as LDI, a higher turnover of contracts such as repurchase agreements, can be beneficial to the fund from both a risk and cost perspective.

Conflicts of interest

The Scheme's investment consultants, Barnett Waddingham, are independent and no arm of their business provides asset management services. This, and their FCA Regulated status, makes the Trustee confident that the investment manager recommendations they make are free from conflict of interest.

The Trustee expects all investment managers to have a conflict of interest policy in relation to their engagement and ongoing operations. The Trustee's investment consultants monitor the Scheme's investment managers on a quarterly basis as well as having ongoing dialogue with the managers, and any breaches in a manager's conflict of interest policy are expected to be raised through this monitoring and ongoing dialogue. The Trustee therefore believes it has managed the potential for conflicts of interest in the appointment of the investment manager and conflicts of interest between the Trustee/investment manager and the investee companies.

13. Stewardship of investments and engagement activities

Stewardship encompasses the exercise of rights (including voting rights) attaching to the Scheme's investments, and the engagement by and with investment managers.

The Trustee considers it to be a part of their investments managers' roles to assess and monitor developments in the capital structure for each of the companies in which the manager invests on behalf of the Scheme or as part of the pooled fund in which the Scheme holds units.

The Trustee also considers it to be part of their investment managers' roles to assess and monitor how the companies in which they are investing are managing developments in ESG-related issues, and in particular climate risk, across the relevant parts of the capital structure for each of the companies in which the managers invest on behalf of the Scheme. Where the Trustee uses pooled funds the Trustee expects the investment manager to employ the same degree of scrutiny. Should an investment manager be failing in these respects, this should be captured in the Scheme's regular performance monitoring.

The Trustee delegates responsibility for the exercise of rights (including voting rights) attaching to the Scheme's investments to its investment managers. Investment managers are expected to exercise rights and voting powers with the objective of preserving and enhancing long-term shareholder value. In addition to the exercise of rights and voting rights, investment managers are expected to engage with key stakeholders (which may include issuers of debt or equity, corporate management, regulators and governance bodies) relating to their underlying investments in order to improve corporate behaviours and governance, improve performance and social and environmental impact and to mitigate financial risks.

The Trustee will request information from investment managers regarding exercise of rights and engagement activity during the course of investments and if an investment manager attends a Trustee meeting they will be asked to provide an update on actions they have taken in this regard. On an annual basis, with the assistance of its investment consultants, The Trustee will review the exercise of rights and engagement activity undertaken by its investment managers to ensure that the policy outlined above is being met and may explore these issues further with its investment managers as part of the ongoing monitoring of the investment managers' ESG activities of its investment managers.

In addition to monitoring the exercise of voting rights and engagement activity undertaken by its investment manager's the Trustee will engage more widely with its investment managers in relation to the investment managers' performance, strategy, risks, social and environmental impact and corporate governance. Such engagement will be conducted initially by their investment consultants who are building such engagement into their research and monitoring activities. The Trustee looks to their investment consultants to identify when more direct engagement is required.

The Trustee engages directly with M&G through its membership of the Advisory Committee for the Real Estate Debt V Fund, which it was invited to join. As part of this role, the Trustee is able to vote on any proposed changes to the investment restrictions in the fund. Where the Trustee receives such invitations for other funds they will look positively to take up the invitation, to enable direct engagement with the PAS's investment managers.

The Trustee is supportive of the UK Stewardship Code published by the Financial Reporting Council and expects the Scheme's investment managers to have corporate governance policies in place which comply with these principles. The Trustee will review the signatory status of all of its investment managers following anticipated revisions to the UK Stewardship Code in 2019.

14. Compliance with this Statement

The Trustee will monitor compliance with this Statement regularly, and in any event will review this Statement at least once every three years and without delay after any significant change in investment policy. The Statement will also be reviewed in response to any material changes to any aspects of the Scheme and its liabilities, finances and attitude to risk of the Trustee and the University of Leeds which they judge to have a bearing on the stated investment policy. Any such review will be based on written expert investment advice and will be in consultation with the University of Leeds.

Adopted by the Trustee, 21 September 2020