

# Europ Assistance Holdings Limited Pension & Life Assurance Plan

## Implementation Statement

### Year Ending 31 December 2025

#### Glossary

ESG	Environmental, Social and Governance
Investment Adviser	First Actuarial LLP
L&G	Legal & General Investment Management
Scheme	Europ Assistance Holdings Limited Pension & Life Assurance Plan
Scheme Year	01 January 2025 to 31 December 2025
SIP	Statement of Investment Principles
UNPRI	United Nations Principles for Responsible Investment

#### Introduction

This Implementation Statement reports on the extent to which, over the Scheme Year, the Trustee has followed its policy relating to the exercise of rights (including voting rights) attaching to the Scheme’s investments. In addition, the Implementation Statement summarises the voting behaviour of the Scheme’s investment managers and includes details of the most significant votes cast and the use of the services of proxy voting advisers.

In preparing this statement, the Trustee has considered guidance from the Department for Work & Pensions which was updated on 17 June 2022, as well as the expectations set out in the General Code of Practice.

#### Relevant investments

The Scheme’s assets are invested in pooled funds and some of those funds include an allocation to equities. Where equities are held, the investment manager has the entitlement to vote.

At the end of the Scheme Year, the Scheme invested in L&G funds which included an allocation to equities.

We do not analyse the voting records of Mobius Life or Schrodgers Solutions (the managers of the Structured Equity allocation) as the Structured Equity holding uses derivative contracts to gain exposure to movements in equity markets, rather than investing in shares of companies. Therefore, the managers do not have voting rights.

## The Trustee's policy relating to the exercise of rights

### Summary of the policy

The Trustee's policy in relation to the exercise of rights (including voting rights) attaching to the investments is set out in the SIP, and a summary is as follows:

- The Trustee believes that good stewardship can help create, and preserve, value for companies and markets as a whole.
- The Trustee invests in pooled investment vehicles and therefore accepts that ongoing engagement with the underlying companies (including the exercise of voting rights) will be determined by an investment manager's own policies on such matters. However, the Trustee also expects that each investment manager will take ESG considerations into account when exercising the rights attaching to investments.
- When selecting a fund, the Trustee considers amongst other things, the investment manager's policy in relation to the exercise of the rights (including voting rights) attaching to the investments held within the fund.
- When considering the ongoing suitability of an investment manager, the Trustee (in conjunction with its Investment Adviser) will take account of any particular characteristics of that manager's engagement policy that are deemed to be financially material.
- The Trustee will normally select investment managers who are signatories to the UN Principles for Responsible Investment (UNPRI).
- If it is identified that a fund's investment manager is not engaging with companies the Trustee may look to replace that fund. However, in the first instance, the Trustee would normally expect its Investment Adviser to raise the Trustee's concerns with the investment manager. Thereafter, the Trustee, in conjunction with its investment adviser, would monitor the performance of the fund to assess whether the situation improves.

### Has the policy been followed during the Scheme Year?

The Trustee's opinion is that its policy relating to the exercise of rights (including voting rights) attaching to the investments has been followed during the Scheme Year. In reaching this conclusion, the following points were taken into consideration:

- There has been no change to the Trustee's belief regarding the importance of good stewardship.
- The Scheme's invested assets remained invested in pooled funds over the period.

- During the Scheme Year, the Trustee introduced an allocation to a cash fund. As the fund does not include an allocation to equities, consideration of the exercise of voting rights was not relevant.
- During the Scheme Year, the Trustee considered the voting records of the investment manager over the period ending 31 December 2024. The Trustee did not identify any concerns as part of this exercise.
- Since the end of the Scheme Year, an updated analysis of the voting records of the investment manager based on the period ending 31 December 2025 has been undertaken as part of the work required to prepare this Implementation Statement. A summary of the key findings from that analysis is provided below.
- L&G are signatories to the UNPRI.

## The investment manager's voting record

A summary of the investment manager's record is shown in the table below.

Investment Manager	Number of votes	Split of votes:	
		In line with management	Against management
L&G	130,000	77%	23%

### Notes

*These voting statistics are based on the manager's full voting record over the 12 months to 31 December 2025 rather than votes related solely to the funds held by the Scheme.*

*These statistics do not incorporate votes where the manager's did not instruct a vote.*

## Use of proxy voting adviser

Investment Manager	Who is their proxy voting adviser?	How is the proxy voting adviser used?
L&G	Several advisers	Uses ISS for research and voting administration. May also use research from Glass Lewis and IVIS (part of the Investment Association). However, voting decisions ultimately remain in-house.

## The investment manager's voting behaviour

The Trustee has reviewed the voting behaviour of the investment manager by considering the following:

- broad statistics of its voting record such as the percentage of votes cast for and against the recommendations of boards of directors (i.e. "with management" or "against management");
- the votes it cast in the year to 31 December 2025 on the most contested proposals in nine categories across the UK, the US and Europe;
- the investment manager's policies and statements on the subjects of stewardship, corporate governance and voting.

The Trustee has also compared the voting behaviour of the investment manager with its peers over the same period.

Further details of the approach adopted by the Trustee for assessing voting behaviour is provided in the Appendix.

The Trustee's key observations are set out below.

### **Voting in significant votes**

Based on information provided by the Trustee's Investment Adviser, the Trustee has identified significant votes in nine separate categories. The Trustee considers votes to be more significant if they are closely contested, i.e. close to a 50:50 split for and against. A closely contested vote indicates that shareholders considered the matter to be significant enough that it should not be simply "waved through". In addition, in such a situation, the vote of an individual investment manager is likely to be more important in the context of the overall result.

The five most significant votes in each of the nine categories based on shares held by the Scheme's investment manager are listed in the Appendix. In addition, the Trustee considered the investment manager's overall voting record in significant votes (i.e. votes across all stocks not just the stocks held within the funds used by the Scheme).

### **Analysis of voting behaviour**

The Net Zero Asset Managers initiative ("NZAM") brings together asset managers committed to the goal of achieving net-zero greenhouse gas emissions by 2050 as per the Paris Climate Agreement. In January 2025, following announcements of some managers exiting the agreement, NZAM announced a review of their policies, which is now complete.

Previous signatories have now received the updated 'Commitment Statement' and the updated list of signatories has been released. The Trustee has considered its manager's approach to NZAM following the review outcome as part of this analysis.

The Trustee notes that L&G's voting record continues to compare very favourably with its peers.

As in previous years, analysis of L&G's voting record identifies clear evidence that the manager is supportive of shareholder proposals designed to tackle ESG matters and is willing to vote against company directors on a broad range of issues. It is unsurprising that the manager has committed to remaining a member of NZAM.

**Conclusion**

Based on the analysis undertaken, the Trustee has no concerns regarding the voting records of L&G.

The Trustee will keep the voting actions of the investment manager under review, noting that in some instances there are areas that could still be improved.

Signed: ..... Charles Goddard ..... Date: ..... 25/05/2026 .....

For and on behalf of the Trustee of the Europ Assistance Holdings Limited Pension & Life Assurance Plan

## Significant votes

The table below records how the Scheme's investment manager voted in the most significant votes identified by the Trustee.

Company	Meeting Date	Proposal	Votes For (%)	Votes Against (%)	L&G
<b>Audit &amp; Reporting</b>					
HERALD INVESTMENT TRUST PLC	24/03/2025	Receive the Annual Report	63	37	For
SWISS LIFE HOLDING	14/05/2025	Appoint the Auditors	78	21	Against
JPMORGAN GLOBAL CORE REAL ASSETS LIMITED	28/08/2025	Appoint the Auditors and Allow the Board to Determine their Remuneration	81	18	For
FORTIVE CORPORATION	03/06/2025	Appoint the Auditors	82	18	For
DIGITAL 9 INFRASTRUCTURE PLC	10/06/2025	Receive the Annual Report	75	18	Against
<b>Shareholder Capital &amp; Rights</b>					
IMPAX ENVIRONMENTAL MARKETS PLC	20/05/2025	Authorise Share Repurchase	49	50	Against
BAILLIE GIFFORD US GROWTH TRUST PLC	02/10/2025	Issue Shares with Pre-emption Rights	53	47	For
PLAYTECH PLC	21/05/2025	Issue Shares with Pre-emption Rights	45	55	For
EDINBURGH WORLDWIDE I.T. PLC	14/02/2025	Issue Shares for Cash	58	41	For
PHAROS ENERGY PLC	22/05/2025	Issue Shares for Cash	59	41	For
<b>Pay &amp; Remuneration</b>					
PLUS500 LTD	06/05/2025	Approve the Remuneration Report	49	51	Against
XP POWER LTD	24/04/2025	Approve the Remuneration Report	45	48	Against
SIMON PROPERTY GROUP INC.	14/05/2025	Advisory Vote on Executive Compensation	47	52	Against
BAILLIE GIFFORD US GROWTH TRUST PLC	02/10/2025	Approve the Remuneration Policy	53	47	For
PALO ALTO NETWORKS	09/12/2025	Advisory Vote on Executive Compensation	46	53	Against
<b>Constitution of Company, Board &amp; Advisers</b>					
BAILLIE GIFFORD US GROWTH TRUST PLC	02/10/2025	Re-Elect Tom Burnet - Chair (Non Executive)	51	49	For
ACCOR HOTELS GROUP	28/05/2025	Elect Nicolas Sarkozy - Non-Executive Director	52	47	Against
KBC GROEP NV	30/04/2025	Elect Philippe Merick - Vice Chair (Non Executive)	57	43	Against
EDINBURGH WORLDWIDE I.T. PLC	14/02/2025	Re-elect Jane McCracken - Senior Independent Director	57	42	For
PHAROS ENERGY PLC	22/05/2025	Elect John Martin - Chair (Non Executive)	59	41	For
<b>Merger, Acquisition, Sales &amp; Finance</b>					
VIETNAM ENTERPRISE INVESTMENTS LTD	18/06/2025	Approve the Winding up of the Company	41	59	Against
HERALD INVESTMENT TRUST PLC	24/03/2025	Approve the Continuation of the Company	65	35	For
POLLEN STREET LIMITED	12/06/2025	Approve the Waivers of Mandatory Offer Provisions set out in Rule 9 of the Code for Share Buybacks	73	27	Against
FORESIGHT GROUP HOLDINGS LIMITED	31/07/2025	Approve the Waiver of Rule 9	75	25	Against
THE BIOTECH GROWTH TRUST PLC	17/07/2025	Approve the Continuation of the Company	77	23	For
<b>Climate Related Proposals</b>					
PENNON GROUP PLC	24/07/2025	Climate-Related Financial Disclosures	79	12	Against
RIO TINTO PLC	03/04/2025	Approve the Climate Action Plan	85	6	For
CENTRICA PLC	08/05/2025	Approve the Centrica plc Climate Plan	83	6	For
EQUINOR ASA	14/05/2025	Say on Climate	94	4	Against
FERROVIAL S.A.	24/04/2025	Say on Climate	91	4	For
<b>Other Company Proposals</b>					
IMPAX ENVIRONMENTAL MARKETS PLC	20/05/2025	Meeting Notification-related Proposal	49	49	For
AKAMAI TECHNOLOGIES INC	14/05/2025	To adjourn the Annual Meeting to a later date or dates, if necessary, to solicit additional proxies to establish a quorum or if there are insufficient votes to adopt any proposal (other than Proposal 8).	52	48	Against
MONCLER SPA	16/04/2025	Appointment of the Board: Possible Authorisations pursuant to Art. 2390 of the Italian Civil Code	58	41	Against
PHAROS ENERGY PLC	22/05/2025	Notice of General Meetings	60	40	For
HERALD INVESTMENT TRUST PLC	24/03/2025	Meeting Notification-related Proposal	65	35	For
<b>Governance &amp; Other Shareholder Proposals</b>					
TERADYNE INC.	09/05/2025	Political Donations	51	49	For
CDW CORP	20/05/2025	Written Consent	51	49	For
ABBVIE INC	09/05/2025	Simple Majority Voting	49	50	For
BOOKING HOLDINGS INC.	03/06/2025	Right to Call Special Meetings	49	51	For
AKAMAI TECHNOLOGIES INC	14/05/2025	Right to Call Special Meetings	51	49	For
<b>Environmental &amp; Socially Focussed Shareholder Proposals</b>					
GILEAD SCIENCES INC	07/05/2025	Human Rights Policy and Human Rights Due Diligence Process	36	61	For
DEERE & COMPANY	26/02/2025	Civil Rights Audit	29	70	For
GENERAL MILLS INC	30/09/2025	Regenerative Agriculture Practices Within Supply Chain	28	71	For
NEXT PLC	15/05/2025	Disclosure on Company's Approach to Pay and the Real Living Wage	26	71	For
PULTEGROUP INC	30/04/2025	Paris-aligned Emission Reduction Goals	24	75	For

### Note

*In the table above, reliance is placed on periodic stock holding information to identify votes relevant to the Scheme. This means it is possible that some of the votes listed above may relate to companies that were not held within a pooled fund at the date of the vote. Equally, it is possible that there are votes not included above which relate to companies that were held within a fund at the date of the vote.*

## Methodology for determining significant votes

The methodology used to identify significant votes for this statement uses an objective measure of significance: the extent to which a vote was contested - with the most significant votes being those which were most closely contested.

The Trustee believes that this is a good measure of significance because, firstly, a vote is likely to be contentious if it is finely balanced, and secondly, in voting on the Trustee's behalf in a finely balanced vote, an investment manager's action will have more bearing on the outcome.

If the analysis were to rely solely on identifying closely contested votes, there is a chance many votes would be on similar topics which would not help to assess an investment manager's entire voting record. Therefore, the assessment incorporates a thematic approach; splitting votes into nine separate categories and then identifying the most closely contested votes in each of those categories.

A consequence of this approach is that the number of significant votes is large. This is helpful for assessing a manager's voting record in detail but it presents a challenge when summarising the significant votes in this statement. Therefore, for practical purposes, the table on the previous page only includes summary information on each of the significant votes.

The Trustee has not provided the following information which DWP's guidance suggests could be included in an Implementation Statement:

- Approximate size of the Scheme's holding in the company as at the date of the vote.
- If the vote was against management, whether this intention was communicated by the investment manager to the company ahead of the vote.
- An explanation of the rationale for the voting decision, particularly where: there was a vote against the board; there were votes against shareholder proposals; a vote was withheld; or the vote was not in line with voting policy.
- Next steps, including whether the investment manager intends to escalate stewardship efforts.

The Trustee is satisfied that the approach used ensures that the analysis covers a broad range of themes and that this increases the likelihood of identifying concerns about a

manager's voting behaviour. The Trustee has concluded that this approach provides a more informative assessment of an investment manager's overall voting approach than would be achieved by analysing a smaller number of votes in greater detail.

### **Investment manager's voting policy**

For more information concerning the investment manager's voting policy and rationale, please visit the below hyperlink.

[L&G https://am.landg.com/en-uk/institutional/responsible-investing/investment-stewardship/](https://am.landg.com/en-uk/institutional/responsible-investing/investment-stewardship/)