

IMPLEMENTATION STATEMENT

Glencore Agriculture UK Limited Pension Scheme

The Trustees of the Glencore Agriculture UK Limited Pension Scheme have prepared this implementation statement in compliance with the governance standards introduced under the Occupational and Personal Pension Schemes (Disclosure of Information) Regulations 2013 (as amended). Its purpose is to demonstrate how, and the extent to which, the Scheme's Statement of Investment Principles (SIP) dated August 2023 has been followed, if there has been any review of the SIP and how the policies on voting, stewardship and engagement have been followed. This statement covers the period from 1 January 2023 to 31 December 2023.

A. Voting and Engagement Policy

The policy as set out in the SIP in respect of voting, stewardship and engagement is in summary as follows:

- i. The Scheme only invests via pooled investment funds, meaning that the Scheme's investments are pooled with those of other investors. It can be harder for those invested in pooled funds to exert their influence, given the other investors with a stake, but the Trustees still monitor and engage as much as possible.
- ii. Voting decisions on stocks are delegated to the investment managers of the pooled funds held by the Scheme.
- iii. SEI, the Scheme's Fiduciary Manager, or the investment manager of a third party pooled fund, has full discretion for undertaking engagement activities in respect of the investments.
- iv. Where the investment manager is SEI, they have pooled their holdings in their funds with other investors and employed a specialist proxy voting service provider for voting and engagement services.
- v. SEI will report on voting and engagement activity to the Trustees on a periodic basis together with its adherence to the UK Stewardship Code. The Trustees will consider whether the approach taken was appropriate or whether an alternative approach is necessary. The Fiduciary Manager is a signatory to the UK Stewardship Code.
- vi. The Trustees will assess the Fiduciary Manager's performance against objectives annually including how well the Fiduciary Manager is aligned with the SIP in terms of ESG factors.

The Trustees are of the opinion that this policy has been followed during the year. In particular:

- The Trustees have received and reviewed quarterly reports from SEI that set out:
 - How SEI has voted on all the shares where SEI has voting rights including number of votes for, against and abstentions. For votes against, details of the issues to which the votes relate are provided.
 - The number of companies engaged and the number of milestones achieved by engagement issue.

- The Trustees reviewed the above quarterly reports throughout the Scheme year and monitored performance. The Trustees were satisfied with the content of the reports and that SEI's performance was in line with the SIP and the Trustees' expectations.
- The Trustees have considered SEI's voting practices and stewardship policies noting that they are a signatory to the UN Principles for Responsible Investment.
- The Trustees have a process in place to review SEI's performance against objectives, including ESG factors.

SEI's engagement priorities for 2023 included priorities in each of the following categories:

- Climate Change
- Sustainable Agriculture
- Modern Slavery
- Future of Work
- Board Governance

SEI's engagement efforts are primarily focused on public equities; however, many companies represented in SEI's engagement efforts are also held in fixed income strategies. SEI believes that these fixed income funds also benefit from the positive progress that results from productive shareholder engagement. The engagement on climate change through SEI's collaboration with their engagement partner spans both equity and fixed income.

In light of the above and otherwise, the Trustees have considered their policy in regard to voting and stewardship and concluded that:

- SEI's voting and stewardship policies and implementation on behalf of the Trustees remain aligned with the Trustees' views on these matters.
- The current policy is appropriate and no further action is required at this stage, albeit the Trustees will continue to monitor the performance of this policy and SEI's performance in the future.

B. Voting Record

All underlying securities in pooled funds that have voting rights are managed by SEI with SEI having the legal right to the underlying votes. SEI in turn uses Glass Lewis as a proxy voting service provider for all voting. SEI provides Glass Lewis with the holdings across all SEI's pooled funds and the proxy votes are cast according to a policy set out by SEI. During the period from 1 January 2023 to 31 December 2023, SEI voted as follows across the Scheme's holdings¹:

Fund Name	Global Managed Volatility	Pan European Small Cap	US Small Companies	Dynamic Asset Allocation
ISIN	IE00B19H3542	IE0033306527	IE0002513582	IE00B5NNKL10
Number of Votable Meetings	532	34	28	704
Number of Votable Items	8,184	644	270	14,703
% of Items Voted	91%	82%	100%	90%
For	87%	90%	85%	91%
Against	10%	9%	5%	8%
Abstain/ Withheld/ Other	3%	1%	10%	1%
% of votes with management	90%	89%	90%	92%
% of votes against management	10%	10%	10%	7%
% of votes other	0%	1%	0%	1%
Voting Against/Abstain by Category				
Capital Related	8%	9%	0%	7%
Board/Directors/Governance	47%	36%	0%	51%
Remuneration Related	15%	38%	33%	24%
Shareholder Proposals	27%	0%	0%	17%
Other	3%	17%	67%	1%

¹ Source: SEI and Glass Lewis. SEI has shown voting data for the relevant quarters each fund was held by the Scheme. Voting data for the State Street UK Index Equity Fund has been omitted due to a lack of availability.

Fund Name	Factor Allocation Global Equity
ISIN	IE00BDD7WJ18
Number of Votable Meetings	797
Number of Votable Items	13,592
% of Items Voted	96%
For	87%
Against	10%
Abstain/ Withheld/ Other	3%
% of votes with management	89%
% of votes against management	10%
% of votes other	1%
Voting Against/Abstain by Category	
Capital Related	11%
Board/Directors/Governance	44%
Remuneration Related	16%
Shareholder Proposals	17%
Other	12%

C. Significant Votes

Highlights of some of the significant votes during the period are shown in the table below. These votes are considered to be significant as they could have a material impact on the company or the wider community. SEI selects votes based on one or more of the following criteria:

- Votes SEI considers to be high profile, which have such a degree of controversy that there is high client and/or public scrutiny.
- Votes relating to companies with a high or severe ESG risk rating.
- Votes relating to SEI's 2023 thematic priorities as described in Section A.

To date the Trustees have accepted SEI's position on what constitutes a significant vote but this will be kept under consideration.

Company Name	Held in Fund(s) (% size of holding) ²	Theme	Date of Vote and Outcome	Vote Decision and Significance of Vote
Dentsu Group Inc.	Dynamic Asset Allocation (<0.01%)	Corporate Governance	Date: 30/03/2023 Outcome: Against	Voted Against the proposal to 'Elect Hiroshi Igarashi'. Hiroshi Igarashi served as a director of the company in 2018 when alleged bid-rigging related to the Tokyo 2020 Olympics took place. On February 27, 2023, he had voluntarily admitted during a questioning by the Tokyo Prosecutors Office that the Company was responsible for being involved in bid-rigging. This vote is deemed significant as the incident signals poor internal controls and a lack of risk management at the company. Members of the board bear the responsibility of ensuring that the group maintains appropriate internal controls as well as fair and reliable disclosure to the public.
Amazon	Dynamic Asset Allocation (0.02%) Factor Allocation Global Equity (0.01%)	Corporate Governance	Date: 24/05/2023 Outcome: For	Voted For the 'Shareholder Proposal Regarding Report on Working Conditions'. Amazon has faced scrutiny and exposure to a variety of risks on account of its worker health and safety. An analysis of work-related injury data from the Occupational Safety and Health Administration ("OSHA") showed that the Company's warehouse jobs can be more dangerous than comparable warehouses, as the Company has reported a higher rate of serious injury incidents that caused employees to miss or shift work duties more than other retail warehouses since 2017. Amazon has been fined in recent years for violating workplace safety laws by requiring warehouse employees to

² Percentage holding as at last day of the quarter in which vote occurred.

				<p>perform repetitive motions at a fast pace, increasing their risk of injury. This vote is considered significant because Amazon is a high profile company and if the company does not provide appropriate working conditions it can face regulatory action, legal fines and reputational harm which are often reported in the media.</p> <p>Additionally, high turnover and problems attracting workers can lead to the erosion of shareholder value. The additional disclosure and independent audit report would likely allow employees to provide an honest assessment of their experiences and would provide some assurance to shareholders that the working conditions are being evaluated. Amazon has a high ESG risk rating.</p>
ArcelorMittal SA	<p>Dynamic Asset Allocation (<0.01%)</p> <p>Factor Allocation Global Equity (0.01%)</p>	Corporate Governance	<p>Date: 02/05/2023</p> <p>Outcome: Against</p>	<p>Voted Against the 'Ratification of Board Acts'. ArcelorMittal SA has had ongoing health and safety related incidents in recent years with a number of fatal accidents, resulting in fines and industrial action as well as negative media coverage. In 2022, ArcelorMittal reported 22 work-related deaths, five of which were caused by a methane explosion in ArcelorMittal's Karaganda coal mine in November 2022. This vote is deemed significant because there are substantial concerns regarding the oversight of health and safety matters at ArcelorMittal SA which the board is responsible. The continued occurrence of work site fatalities and other safety-related issues, indicates the Company may have failed to meaningfully address these issues in a way that satisfies shareholders' interests. The Company continues to be exposed to significant legal and reputational risk as a result of legal and regulatory proceedings and controversies it is involved in. It is therefore not in the shareholders' best interests to ratify the actions of the Company's directors under these circumstances. ArcelorMittal SA has a high ESG risk rating.</p>
Axon Enterprise Inc.	<p>Dynamic Asset Allocation (<0.01%)</p> <p>Factor Allocation Global Equity (0.01%)</p>	Social Governance	<p>Date: 31/05/2023</p> <p>Outcome: Against</p>	<p>Voted For the 'Shareholder Proposal Regarding Discontinuation of Plans for a Remotely-Operated, Non-Lethal Taser Drone System'. After a number of mass shootings in the United States, Axon Enterprise Inc. announced that it had begun the development of a non-lethal, remotely-operated TASER drone system as part of a long-term plan to stop mass shootings, particularly in schools. The lack of disclosure on ethical considerations</p>

				and safety precautions pertaining to the launch of the TASER drone system is a concern. This vote is considered significant because the taser drone has had substantial media coverage on how effective it would be and failing to gain the support of stakeholders and local communities prior to launching this product could present significant challenges for the Company. Axon Enterprise Inc. has a severe ESG risk rating.
Exxon Mobil Corp.	<p>Dynamic Asset Allocation (0.01%)</p> <p>Global Managed Volatility (0.05%)</p> <p>Factor Allocation Global Equity (<0.01%)</p>	Environmental Incident	<p>Date: 31/05/2023</p> <p>Outcome: Against</p>	Voted For the 'Shareholder Proposal Regarding Report of Guyanese Operations'. Exxon Mobil Corp. operates one of the largest oil fields discovered in the past decade, offshore of the South American country Guyana. Concerns were raised that the Company had disregarded safety-related issues and failed to adequately prepare for possible disasters in the region. This vote is considered significant because Exxon Mobil Corp's responsibility and potential liability with respect to its response to an oil spill are of concern to shareholders and an oil spill would have wider environmental and public impact. The production of a report evaluating the economic, human, and environmental impacts of a worst-case oil spill from its operations offshore of Guyana would help provide shareholders with reassurance that these matters were being handled in a way that served their best interests and would provide more insight into how it intends to mitigate safety-related risks. Exxon Mobil Corp. has a severe ESG risk rating.
Meta Platforms Inc.	Dynamic Asset Allocation (0.01%)	Social Governance	<p>Date: 31/05/2023</p> <p>Outcome: For</p>	Voted For the 'Shareholder Proposal Regarding Targets and Report on Child Safety Impacts'. Meta Platforms Inc. is the world's largest social media company with billions of children and teen users, and the Company's platforms, including Facebook, Instagram, Messenger, and WhatsApp, have been linked to numerous child safety impacts and social policy challenges. In 2021, nearly 29 million cases of online child sexual abuse material were reported, and nearly 27 million of those (92%) stemmed from the Company's platforms. This vote is deemed significant as Meta Platforms Inc. is a high profile company and it has no publicly available, Company-wide child safety or harm reduction performance targets for shareholders and stakeholders to judge the effectiveness of

				the Company's policies and actions. Therefore, the adoption of metrics could help the shareholders evaluate the Company's current actions and further mitigation of child safety cases on their platforms. Meta Platforms Inc. has a high ESG risk rating.
Chevron Corp.	<p>Dynamic Asset Allocation (0.01%)</p> <p>Global Managed Volatility (0.03%)</p> <p>Factor Allocation Global Equity (<0.01%)</p>	Environmental Governance	<p>Date: 31/05/2023</p> <p>Outcome: For</p>	Voted For the 'Shareholder Proposal Regarding Recalculated Emissions Baseline'. Since 2016, Chevron Corp. reports a 4.7% reduction in its portfolio carbon intensity, but between 2017 and 2021, it sold more assets than any other American oil and gas company, and it is unclear how the Company accounts for these divestitures in its emissions reporting. Shareholders cannot determine whether the Company's reported GHG reductions are the result of operational improvements or of transferring emissions off its books. This vote is deemed significant as disclosure of a recalculated baseline emissions figure could provide useful context to shareholders concerning the Company's progress on its goals and climate targets and would ensure accuracy and comparability of emissions reporting. Chevron Corp. has a high ESG risk rating.

D. Engagement Activity

Highlights of some of the engagements during the period are shown in the table below. SEI conducts shareholder engagement collaboratively through third party specialists Sustainalytics and Columbia Threadneedle Investment reo. Each case study³ describes a milestone achieved relating to our engagement priorities as described in Section A.

Company Name	Held in Fund(s)	Theme	Objective	Description
ASM International NV	Dynamic Asset Allocation	Climate Change	Set a science-based target.	<p>Through ongoing engagement, Columbia Threadneedle Investments reo® encouraged Dutch semiconductor manufacturer ASM International to set ambitious emissions reduction targets.</p> <p>While ASM International had previously set a net zero target, the company's Scope 3 emissions had not been included in carbon-footprinting or goal-setting. In its 2022 annual report, ASM International disclosed that it had completed a full assessment of its Scope 3 emissions and had submitted targets aligned to 1.5°C to the Science Based Targets Initiative (SBTi). The company is awaiting approval from SBTi, expected in the second half of 2023.</p>
Southwest Airlines	Dynamic Asset Allocation	Climate Change	Set emissions reduction targets, publish a sustainable aviation fuel procurement policy, and address contrail emissions.	<p>Columbia Threadneedle Investments reo® has been engaging with Southwest Airlines since the beginning of 2022, and the company has been receptive and open to dialogue on a number of climate-related issues.</p> <p>While Southwest Airlines had already set a target to reduce its emissions intensity by 20% by 2030, the company lags many industry peers that have set targets aligned with a below-2°C scenario. Much of the company's efforts will rely on incorporating sustainable aviation fuel (SAF) into its fuel mix, but it had not provided clarity on how ESG risks related to SAF use would be managed through procurement. Additionally, the company had not been actively engaged in efforts to manage contrail emissions.</p> <p>In Columbia Threadneedle's meeting with Southwest in the first quarter of 2023, the company shared that it anticipated publishing enhanced climate targets in the near future, and updated investors that it had published the five criteria of its SAF policy that lays out which types of SAF the company will use. Additionally, Southwest has become a</p>

³ Source: SEI and Sustainalytics.

				<p>founding member of the Contrail Impact Task Force that is working to address contrail emissions in the industry. Columbia Threadneedle will continue to engage the company on these issues going forward.</p>
<p>Archer-Daniels-Midland</p>	<p>Global Managed Volatility</p> <p>Factor Allocation Global Equity Fund</p> <p>Dynamic Asset Allocation</p>	<p>Thematic engagement – Sustainable agriculture</p>	<p>Setting goals to eliminate deforestation</p>	<p>Archer-Daniels-Midland (ADM) is an American multinational food processing and commodities corporation that Sustainalytics has been engaging since 2021, focusing on biodiversity, deforestation, and pesticides & fertilizers. As one of the world's largest agricultural processors and food ingredient providers, ADM has an important role to play in setting sustainable industry standards.</p> <p>In May 2023, Sustainalytics held a call with the Chief Sustainability Officer of ADM, discussing their sustainability governance and progress in eliminating deforestation. ADM published its latest sustainability report the same month, outlining progress on the company's goal to eliminate deforestation from all of its supply chains by 2025. 86% of the soy supply chain and 62% of the palm supply chain are now third-party verified deforestation-free. ADM advised that they have conducted a risk assessment for other commodities, but have chosen to focus on soy and palm due to the associated deforestation and human rights risks. In the final year of the engagement, Sustainalytics will focus on management of land use impacts, biodiversity, and soil health in the company's agricultural supply chain.</p>

The information relating to the significant votes is derived from public third party source(s). While the information is believed to be reliable, SEI has not sought to verify it independently. This material is intended to be for information purposes only and has been provided to SEI's client at their request. This data is not intended as promotional material in any respect.