

T Crossling & Co Limited 1972 Staff Pension and Life Assurance Scheme

Statement of Investment Principles

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1. Introduction

- 1.1. This is the Statement of Investment Principles prepared by the Trustees of the T Crossling & Co Limited 1972 Staff Pension and Life Assurance Scheme (the Scheme). This statement sets down the principles which govern the decisions about investments that enable the Scheme to meet the requirements of:
 - the Pensions Act 1995, as amended by the Pensions Act 2004; and
 - the Occupational Pension Schemes (Investment) Regulations 2005 as amended by the Occupational Pension Schemes (Investment) (Amendment) Regulations 2010.
 - the Occupational Pension Schemes (Investment and Disclosure) (Amendment and Modification) Regulations 2018.
 - the Occupational Pension Schemes (Investment and Disclosure) (Amendment) Regulations 2019.
- 1.2. In preparing this statement the Trustees have consulted Crossling Ltd, the Principal Employer, and obtained advice from Barnett Waddingham LLP the Trustees' investment consultants. Barnett Waddingham is authorised and regulated by the Financial Conduct Authority.
- 1.3. This statement has been prepared with regard to the 2001 Myners review of institutional investment (including subsequent updates), and Scheme Funding legislation.
- 1.4. The Trustees will review this statement at least every three years or if there is a significant change in any of the areas covered by the statement.
- 1.5. The investment powers of the Trustees are set out in Clauses 18 and 19 of the Consolidated Trust Deed & Rules, dated 22 December 2021. This statement is consistent with those powers.
- 1.6. This statement was agreed by the Trustees and replaces any previous statements. Copies of this statement and any subsequent amendments will be made available to the Employer, the fund managers, the actuary and the Scheme auditor upon request.

2. Choosing investments

- 2.1. The Trustees' policy is to set the overall investment target and then monitor the performance of their managers against that target. In doing so, the Trustees consider the advice of their professional advisers, who they consider to be suitably qualified and experienced for this role.
- 2.2. The day-to-day management of the Scheme's assets is delegated to one or more investment managers. The Scheme's investment managers are detailed in the Appendix to this Statement. The investment managers are authorised by either the Financial Conduct Authority or the Prudential Regulation Authority and regulated by the Financial Conduct Authority, and are responsible for stock selection and the exercise of voting rights.
- 2.3. The Trustees review the appropriateness of the Scheme's investment strategy on an ongoing basis. This review includes consideration of the continued competence of the investment managers with respect to performance within any guidelines set. The Trustees will also consult the employer before amending the investment strategy.

3. Investment objectives

- 3.1. The Trustees have discussed key investment objectives in light of an analysis of the Scheme's liability profile as well as the constraints the Trustees face in achieving these objectives. As a result, the Trustees' main investment objective is to ensure that the Scheme can meet the members' entitlements under the Trust Deed and Rules as they fall due.
- 3.2. The Trustees are aware of the relationship that exists between the investment portfolio that is held and the level of funding of the Scheme's liabilities. The Trustees have secured a bulk annuity policy with Legal & General Assurance Society ("LGAS") which covers the benefits due to all members. In addition to the bulk annuity policy the Trustees have obtained exposure to investments that they expect will also help to meet the Scheme's objectives as best as possible, by providing a readily available source of capital in order to meet Scheme expenses over the period until a buy-out can be completed.

4. Kinds of investments to be held

- 4.1. The Scheme is permitted to invest in a wide range of assets including equities, bonds, cash, property, alternatives and deferred or immediate annuity policies.
- 4.2. Any investment in derivative instruments is only made to contribute to a reduction in the overall level of risks in the portfolio or for the purposes of efficient portfolio management.
- 4.3. The Trustees monitor, from time-to-time, the employer-related investment content of their portfolio as a whole and will take steps to alter this should they discover this to be more than 5% of the portfolio. Typically this check is carried out annually by the Scheme's auditors. As the Scheme's investments consist predominantly of the bulk annuity policy with LGAS, there should be minimal (if any) employer-related investment content within the Scheme's portfolio.

5. The balance between different kinds of investments

- 5.1. The Scheme invests in assets that are expected to achieve the Scheme's objectives. The allocation between different asset classes is contained within the Appendix to this Statement.
- 5.2. The Trustees consider the merits of both active and passive management for the various elements of the portfolio and may select different approaches for different asset classes. The current arrangements are set out in the Appendix to this Statement.
- 5.3. From time to time the Scheme may hold cash and therefore deviate from its strategic or tactical asset allocation in order to accommodate any short-term cashflow requirements or any other unexpected items.
- 5.4. The Trustees are aware that the appropriate balance between different kinds of investments will vary over time and therefore the Scheme's asset allocation will be expected to change as the Scheme's liability profile matures.
- 5.5. The Scheme holds a bulk annuity policy with LGAS which will meet the benefit entitlements of each of the Scheme's members. At the point of securing the bulk annuity policy, the Scheme had surplus assets and the Appendix to this Statement sets out how these assets are invested.
- 5.6. The nature of the bulk annuity policy means that LGAS will accommodate any cashflow requirements in respect of benefit payments. Expenses will be met from the residual assets.

6. Risks

6.1. The Trustees have considered the following risks for the Scheme with regard to its investment policy and the Scheme's liabilities, and considered ways of managing/monitoring these risks:

Risk versus the liabilities	The risk of the assets behaving differently from the Plan's liabilities has been mitigated by purchasing an annuity policy with Legal & General that exactly matches the benefit payments due.
Covenant risk	The creditworthiness of the Employer and the size of the pension liability relative to the Employer's earnings are monitored on a regular basis. The appropriate level of investment risk is considered with reference to the strength of the employer covenant.
Asset allocation risk	The asset allocation is detailed in the Appendix to this Statement and is monitored on a regular basis by the Trustees.
Asset manager risk	The Scheme's main asset is the annuity policy with Legal & General and there is no exposure to investment manager risk in relation to this asset. The Trustees monitor the performance of the investment managers for the other assets on a regular basis in addition to having meetings with each manager from time to time as necessary. The Trustees have a written agreement with each investment manager, which contains a number of restrictions on how each investment manager may operate.
Governance risk	Each asset manager is expected to undertake good stewardship and positive engagement in relation to the assets held. The Trustees monitor these and will report on the managers' practices in their annual Implementation Statement.
ESG/Climate risk	The Trustees have considered long-term financial risks to the Scheme and ESG factors as well as climate risk are potentially financially material and will continue to develop its policy to consider these, alongside other factors, when selecting or reviewing the Scheme's investments in order to avoid unexpected losses.
Concentration risk	Each investment manager is expected to manage broadly diversified portfolios and to spread assets across a number of individual shares and securities. In relation to the bulk annuity policy, it is at Legal & General's discretion how the underlying assets are invested and Legal & General bear the risk in relation to the assets' performance.
Liquidity risk	<p>The Scheme invests in assets such that there is a sufficient allocation to liquid investments that can be converted into cash at short notice given the Scheme's cashflow requirements. The Scheme's administrators assess the level of cash held in order to limit the impact of the cashflow requirements on the investment policy.</p> <p>Responsibility for paying member benefits lies with Legal & General as the provider of the bulk annuity policy, which mitigates the majority of the potential liquidity risk.</p>
Currency risk	The Scheme's liabilities are denominated in sterling. The Scheme may gain exposure to overseas currencies by investing in assets that are denominated in a foreign currency or via currency management.
Loss of investment	<p>The risk of loss of investment by each investment manager and custodian is assessed by the Trustees. This includes losses beyond those caused by market movements (e.g. default risk, operational errors or fraud).</p> <p>The biggest risk is in relation to the bulk annuity policy with Legal & General. In the event of Legal & General becoming insolvent, the Scheme could suffer losses (but would still retain the liability to pay members' benefits). This risk is mitigated by the regulatory regime and capital requirements in place for UK insurers. The Trustee has carried out due diligence on Legal & General and also understands that the Financial Services Compensation Scheme would apply in the event of insolvency.</p>

7. Expected return on investments

- 7.1. The Trustees have regard to the relative investment return and risk that each asset class is expected to provide. The Trustees are advised by their professional advisors on these matters, who they deem to be appropriately qualified experts. However, the day-to-day selection of investments is delegated to the investment managers.
- 7.2. The Trustees recognise the need to distinguish between nominal and real returns and to make appropriate allowance for inflation when making decisions and comparisons.
- 7.3. In considering the expected return from investments, the Trustees recognise that different asset classes have different long-term expected returns and expected volatilities relative to the liabilities.

8. Realisation of investments

- 8.1. The Trustees have delegated the responsibility for buying and selling investments to the investment managers. The Trustees have considered the risk of liquidity as referred to above.
- 8.2. Ultimately, any remaining investments the Scheme holds outside of the bulk annuity policy with LGAS will all have to be sold when the Scheme's life comes to an end. In this situation, the Trustees are aware of the fact that the realisable value of some investments, were there to be a forced sale, might be lower than the market value shown in the Scheme accounts. It is expected that the residual holdings will be used to pay the expenses of the Scheme and will therefore be drawn down over the wind-up process.

9. Financially material considerations, non-financial matters, the exercise of voting rights and engagement activities

- 9.1. The Trustees have set policies in relation to these matters. These policies are set out in Appendix 2.
- 9.2. The Scheme's investment portfolio contains a bulk annuity policy and ESG considerations cannot be meaningfully applied to this investment. The set policies refer to the remainder of the Scheme's investments.

10. Policy on arrangements with asset managers

Incentivising alignment with the Trustees' investment policies

- 10.1. Prior to appointing an investment manager, the Trustees may, where relevant, discuss the investment manager's approach to the management of ESG and climate related risks with the Scheme's investment consultant, and how their policies are aligned with the Trustees' own investment beliefs.
- 10.2. When appointing an investment manager, in addition to considering the investment manager's investment philosophy, process and policies to establish how the manager intends to make the required investment returns, the Trustees may also consider how ESG and climate risk are integrated into these. If the Trustees deem any aspect of these policies to be out of line with their own investment objectives for the part of the portfolio being considered, they will consider using another manager for the mandate.
- 10.3. The Trustees review the investment strategy periodically, typically in conjunction with triennial valuations, where they assess the continuing relevance of the strategy in the context of the Scheme's membership and their aims, beliefs and constraints. The Trustees may monitor the investment managers' approach to ESG and climate related risks on a periodic basis.

- 10.4. In the event that an investment manager ceases to meet the Trustees' desired aims, including the management of ESG and climate related risks, using the approach expected of them, their appointment may be reviewed.
- 10.5. Investment manager ESG policies are reviewed in the context of best industry practice and feedback may be provided to the investment manager, where relevant.

Incentivising assessments based on medium to long term, financial and non-financial considerations

- 10.6. The Trustees are mindful that the impact of ESG and climate change has a long-term nature. However, the Trustees recognise that the potential for change in value as a result of ESG and climate risk may occur over a much shorter term than climate change itself. The Trustees acknowledge this in their investment management arrangements.
- 10.7. When considering the management of objectives for an investment manager (including ESG and climate risk objectives), and then assessing their effectiveness and performance, the Trustees assess these over a rolling timeframe. The Trustees believe 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 an absolute return or shorter term target, this is generally supplementary to a longer term performance target. In the case of assets that are actively managed, the Trustees expect this longer term performance target to be sufficient to ensure an appropriate alignment of interests.
- 10.8. The Trustees expect investment managers to be voting and engaging on behalf of the Scheme's holdings and the Scheme monitors this activity within the Implementation Statement in the Scheme's Annual Report and Accounts. The Trustees do not expect ESG considerations to be disregarded by the investment managers in an effort to achieve any short term targets.

Method and time horizon for assessing performance

- 10.9. The Trustees monitor the performance of their investment managers over medium to long term periods that are consistent with the Trustees' investment aims, beliefs and constraints.
- 10.10. The Scheme invests exclusively in pooled funds. The investment manager is remunerated by the Trustees based on the assets they manage on behalf of the Trustees. As the funds grow, due to successful investment by the investment manager, they receive more and as values fall they receive less.
- 10.11. The Trustees believe that this fee structure, including the balance between any fixed and performance related element, enables the investment manager to focus on long-term performance without worrying about short term dips in performance significantly affecting their revenue.
- 10.12. The Trustees ask the Scheme's investment consultant 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 may be considered as part of the review of the Statement of Investment Principles.

Portfolio turnover costs

- 10.13. The Trustees acknowledge that portfolio turnover costs can impact on the performance of their investments. Overall performance is assessed as part of the annual investment monitoring process.
- 10.14. During the investment manager appointment process, the Trustees may consider both past and anticipated portfolio turnover levels. 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.

Duration of arrangement with asset manager

- 10.15. For the open-ended pooled funds in which the Scheme invests, there are no predetermined terms of agreement with the investment managers.
- 10.16. The suitability of the Scheme's asset allocation and its ongoing alignment with the Trustees' investment beliefs 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.

11. Agreement

- 11.1. This statement was agreed by the Trustees, and replaces any previous statements. Copies of this statement and any subsequent amendments will be made available to the employer, the investment managers, the actuary and the Scheme auditor upon request.

On behalf of the T Crossling & Co Limited 1972 Staff Pension and Life Assurance Scheme

Appendix 1: Note on asset manager arrangements as at November 2022 in relation to the current Statement of Investment Principles

1. Choosing investments

The Scheme has secured a bulk annuity policy with LGAS which will meet the benefit entitlements of each of the Scheme's members.

The Trustees have appointed Baillie Gifford and Legal and General Investment Management ("LGIM") to carry out the day-to-day investment of the Scheme's remaining assets.

The investment benchmarks and objectives for each investment manager are given below:

Investment manager	Fund	Benchmark	Objective
Baillie Gifford	Diversified Growth Pension Fund	UK base rate	To outperform the benchmark by at least 3.5% per annum (after fees) over rolling five year periods with an annual volatility of less than 10%, and to maintain a positive return over rolling three-year periods
LGIM	Buy-out Aware Fixed Short fund	The Buyout Aware Funds invest in a range of underlying LGIM funds, each of which has its own respective benchmark.	The funds aim to provide diversified exposure to assets that reflect the investments underlying a typical bulk annuity insurance policy. The funds are based on a typical liability profile and also aim to match the change in value of the liabilities resulting from changes in interest rates and inflation.
	Buy-out Aware Fixed Long fund		
	Buy-out Aware Real Short fund		
	Buy-out Aware Real Long fund		

The performance of the investment managers will be monitored as frequently as the Trustees consider appropriate in light of the prevailing circumstances. The monitoring takes into account both short-term and long-term performance.

The Trustees also have AVC contracts with Zurich Assurance Ltd for the receipt of members' Additional Voluntary Contributions (AVCs). The AVC arrangement is reviewed from time to time.

The investment manager and AVC provider are authorised and regulated by the Financial Conduct Authority.

2. The balance between different kinds of investment

Bulk annuity policy

The Scheme has secured a bulk annuity policy with LGAS which will meet the benefit entitlements of each of the Scheme's members.

At the point of securing the bulk annuity policy the Scheme had surplus assets. At 30 November 2022, the Scheme's remaining assets were invested as set out in the table below:

Portfolio	Fund	Allocation at 30 November 2022 (%)
Growth portfolio	Baillie Gifford Diversified Growth Pension Fund	90%
	LGIM Buyout Aware Fixed Short fund	4%
Protection portfolio	LGIM Buyout Aware Fixed Long fund	1%
	LGIM Buyout Aware Real Short fund	1%
	LGIM Buyout Aware Real Long fund	3%
Total		100%

Figures may not sum due to rounding

Rebalancing

The Trustees recognise that the asset allocation of investments in different asset classes will vary over time as a result of market movements. The Trustees consider the asset allocation when monies are invested/realised, recognising the liquidity and marketability of the assets held. Excluding the bulk annuity policy, The Scheme is invested in LGIM's Buyout Aware Funds and the Baillie Gifford Diversified Growth Fund. The value of these investments can change materially over time and will therefore deviate from the allocation of the remaining assets as at 30 November 2022 shown above.

3. Use of investment platform

All of the funds in which the Scheme invests, excluding the bulk annuity policy, are accessed through LGIM's Investment-only Platform ('IoP').

4. Investment manager charges

The fees paid by the Scheme are recorded in the contracts agreed between the Trustees and the investment managers, through the IoP.

Appendix 2: Financially material considerations, non-financially material considerations, the exercise of voting rights and engagement activities

1. Financially Material Considerations

The Trustees consider that factors such as environmental, social and governance (ESG) issues (including but not limited to climate change) may be financially material for the Scheme over the length of time during which the benefits provided by the Scheme for members require to be funded to a level which would allow the benefits to be bought out with an insurer. This is likely to be more than five years from the date of this statement of investment principles.

The Trustees have elected to invest the remainder of the Scheme's assets outside of the bulk annuity policy through pooled funds. The choice of underlying funds is made by the Trustees after taking advice from their investment consultant. The Trustees, and the managers of the underlying funds, take into account ESG factors (including climate change risks) in their decisions in relation to the selection, retention and realisation of investments.

The Trustees take those factors into account in the selection, retention and realisation of investments as follows:

Selection of investments: may assess the investment managers' ESG integration credentials and capabilities, including stewardship, as a part of requests for information/proposals as well as through other reporting channels.

Retention of investments: Developing a robust monitoring process in order to monitor ESG considerations on an ongoing basis by seeking information on the responsible investing policies and practices of the investment managers, where relevant.

Realisation of investments: The Trustees may request information from investment managers about how ESG considerations are taken into account in decisions to realise investments.

The Trustees may also take those factors into account as part of their investment process to determine a strategic asset allocation, and consider them as part of ongoing reviews of the Scheme's investments.

The Trustees will continue to monitor and assess ESG factors, and risks and opportunities arising from them, as follows:-

- The Trustees will obtain regular training on ESG considerations, as and when necessary, in order to understand fully how ESG factors including climate change could impact the Scheme and its investments;
- As part of ongoing monitoring of the Scheme's investment managers, the Trustees may use any ESG ratings information available within the pensions industry or provided by its investment consultant, to assess how the Scheme's investment managers take account of ESG issues; and
- Through their investment consultant the Trustees may request that all of the Scheme's investment managers provide information about their ESG policies, and details of how they integrate ESG into their investment processes on a periodic basis.

2. Non-financially material considerations

The Trustees do not take into account the views of Scheme members and beneficiaries in relation to ethical considerations, social and environmental impact, or present and future quality of life of the members and beneficiaries of the Scheme (referred to as “non-financial matters” in the relevant Regulations) in the selection, retention and realisation of investments.

The Trustees will review its policy on whether or not to take account of non-financial matters on a periodic basis.

3. Stewardship

The Trustees’ policy on the exercise of rights attaching to investments, including voting rights, and in undertaking engagement activities in respect of the investments is that these rights should be exercised by the investment managers on the Trustees’ behalf. In doing so, the Trustees expect that the investment managers will use their influence as major institutional investors to exercise the Trustees’ rights and duties as shareholders, including where appropriate engaging with underlying investee companies to promote good corporate governance, accountability and to understand how those companies take account of ESG issues in their businesses.

The Trustees may, where relevant, monitor and engage with the investment managers about relevant matters (including business performance, strategy, capital structure, management of conflicts of interest, ESG and corporate governance matters), through the Scheme’s investment consultant.

Investment managers will be asked to provide details of their stewardship policy and engagement activities on at least an annual basis. The Trustees will, with input from their investment consultant, monitor and review the information provided by the investment managers. Where possible and appropriate, the Trustees may engage with their investment managers for more information and ask them to confirm that their policies comply with the principles set out in the Financial Reporting Council’s UK Stewardship Code.

4. Engagement activities

The Trustees acknowledge the importance of ESG and climate risk within their investment framework. When delegating investment decision making to their investment managers they provide their investment managers with a benchmark they expect the investment managers to either follow or outperform. The investment manager has discretion over where in an investee company’s capital structure it invests (subject to the restrictions of the mandate), whether directly or as an asset within a pooled fund.

The Trustees are of the belief that ESG and climate risk considerations may 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 Trustees also recognise 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.

The Trustees consider it to be a part of their investment managers’ roles to assess and monitor developments in the capital structure for each of the companies in which the managers invest on behalf of the Scheme or as part of the pooled fund in which the Scheme holds units.

The Trustees also consider 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.

Should an investment manager be failing in these respects, this should be captured in the Scheme’s performance monitoring.

The Scheme's investment managers are granted full discretion over whether or not to invest in the Principal Employer's business. Through their consultation with the Principal Employer when setting this Statement of Investment Principles, the Trustees have made the Principal Employer aware of their policy on ESG and climate related risks, how they intend to manage them and the importance that the pensions industry as a whole, and its regulators, place on them.

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

The Trustees expect all investment managers to have a conflict of interest policy in relation to their engagement and ongoing operations. In doing so the Trustees believe they have managed the potential for conflicts of interest in the appointment of the investment manager and conflicts of interest between the Trustees/investment manager and the investee companies.

In selecting and reviewing their investment managers, where appropriate, the Trustees may consider investment managers' policies on engagement and how these policies have been implemented.