

Principles of Internal Governance and Asset Stewardship

1. Organisational & Investment Approach

1. J.P. Morgan Asset Management Competencies

J.P. Morgan Asset Management (JPMAM) has a long and distinguished history. Our firm has been built on a steadfast commitment to the principle of always putting our clients' interests first - a commitment that continues today. This is the foundation of our business.

In Australia, we have dedicated asset management teams in Sydney and Melbourne working on behalf of both retail and institutional investors. Our exceptional breadth and depth of investment expertise, our commitment to providing a local service and tailoring solutions to meet the needs of our clients sets us apart.

JPMAM is committed to ensuring that each client achieves first-class investment results by providing the following competitive advantages:

JPMAM is a leading asset manager for institutions, individuals and advisors. Our investment professionals (portfolio managers, quantitative analysts, risk management, senior management and economists) around the world and across the asset class spectrum share one common goal: to help build stronger portfolios that solve the real needs of our clients.

STRONG CUSTOMER FOCUS AND CULTURE

JPMAM has a strong client focus rooted in appropriate risk management, a controls environment, and independent regulatory, legal, and compliance teams. The scope of JPMAM's asset class offering, coupled with the skill of our deep, global pool of investment professionals, enables JPMAM to provide the right investment solution for every type of client over the long term.

Throughout its long and distinguished history, JPMAM has been steadfastly committed to putting its clients' interests first. This fiduciary responsibility defines our relationship with clients and informs the basis of every decision we make on their behalf. This core principle is the foundation of our business as we work to understand our clients' needs, offer informed advice, execute strategies to generate excess returns, and provide world-class client solutions.

GLOBAL PRESENCE

The investment strategies that we offer encompass all major asset classes and financial markets around the world. Strategies can be tailored to meet a comprehensive range of investor

requirements. JPMAM operates across three regions - the Americas; Europe, the Middle East, and Africa (EMEA); and Asia Pacific. This affords us a global presence with local insight in all major economic regions and time zones. Our investment managers and analysts, stationed in over 25 countries, provide first-hand insight into local market trends, the changing business environment, and the host of factors that influence the way companies, industries, and economies behave.

This local knowledge is channeled into a global network supported by five major investment management hubs - in London; Hong Kong; Tokyo; New York; and Columbus, Ohio. This structure helps to ensure that our knowledge, experience, and resources are shared around the globe, providing our clients with a competitive information advantage and truly global investment expertise.

PROPRIETARY RESEARCH

Our global network of highly respected, career research analysts conducts extensive macroeconomic and fundamental analysis, incorporating our assessment of asset classes, regulatory events, and the political climate. Analysts have the ability to communicate with and leverage the insights of their regional counterparts, gaining a truly global and unified perspective. Relying primarily on our own proprietary, long-term view research, we take controlled, considered positions that seek to enhance performance, while seeking to control risk.

RANGE OF INVESTMENT SERVICES

We place our powerful resources at our clients' disposal through our diverse range of products and services, which includes pension fund management, charitable management, institutional cash management, reserves management, third-party distribution, and pooled fund management. We offer more than 500 different investment solutions, including fixed income, equity, and multi-asset strategies. These strategies span both global and local markets to generate the best risk-adjusted outcomes to satisfy clients' specific investment needs.

INSIGHTS

- **Strategists and Specialists:** JPMAM's diverse teams of strategists and specialists offer comprehensive insights and guidance across various topics and mediums.
- **Insights and information:** Our renowned strategists and specialists deliver timely insights through various media, including our comprehensive Insights program which consists of Market Insights, Portfolio Insights, Retirement Insights, ETF Insights.

Partnering with JPMAM offers the following competitive advantages:

- **Fiduciary investment culture:** Deeply resourced, collaborative investment teams.
- **Advice-driven global advisors:** Broad, global reach and personalized insights.
- **Broad, diversified platform:** Our platform is sizeable in every asset class, region and channel.
- **Power of JPMorganChase:** Strategic advantages as a member of the JPMorganChase ecosystem

" At JPMAM, we have 8,500+ people across 25 countries focused on doing one thing - managing our clients' assets with a fiduciary mindset. As an active manager, we have one of the largest buy-side commitments to research, and we continue to make significant investments in risk management and technology to drive our information advantage. We also have a unique combination of an investment-led approach together with deep insights from our client franchise—that creates an important feedback loop which allows us to rapidly innovate. We are focused on delivering superior investment capabilities and insights to help our clients, and the communities they serve, achieve their investment objectives ."

-George Gatch, Chief Executive Officer, JPMAM

2. Ownership

JPMorgan Chase & Co. (JPMorganChase) is the ultimate parent company of the investment management businesses operating under the brand of JPMAM.

JPMorganChase is a publicly-traded corporation listed on the New York and London stock exchanges (ticker: JPM), in which directors and employees of JPMAM own shares.

The table below shows the top ten shareholders of JPMorganChase, as of 30 June 2025 (latest data available).

Directors and employees own shares in the firm's parent company, JPMorganChase. Specific ownership positions are unavailable for disclosure. As of 30 September 2024, the latest date for which data is available, employees of JPMorganChase held 3.3% of shares outstanding. This number excludes outstanding stock options.

J.P. Morgan Asset Management Australia Ltd (JPMAMAL) operates as a subsidiary of J.P. Morgan Asset Management (Asia) Inc.

Management & Governance

JPMAM is the brand name of the group of companies that constitute the asset management business of JPMorganChase and its affiliates worldwide. With operational independence for devising and implementing global business strategy for the asset management business, JPMAM orchestrates this through our operating councils and governance committees, which consist of senior business leaders including, but not limited to, Mary Erdoes, Chief Executive Officer (CEO) of Asset & Wealth Management (AWM) and George Gatch, CEO of Asset Management. Such business leaders represent the interests of the asset management business on the JPMorganChase firmwide operating committee, as well as the Asset Management operating councils and other governance forums and work closely with the JPMAM senior leaders to reflect the commercial aims of the JPMorganChase group within their respective business planning.

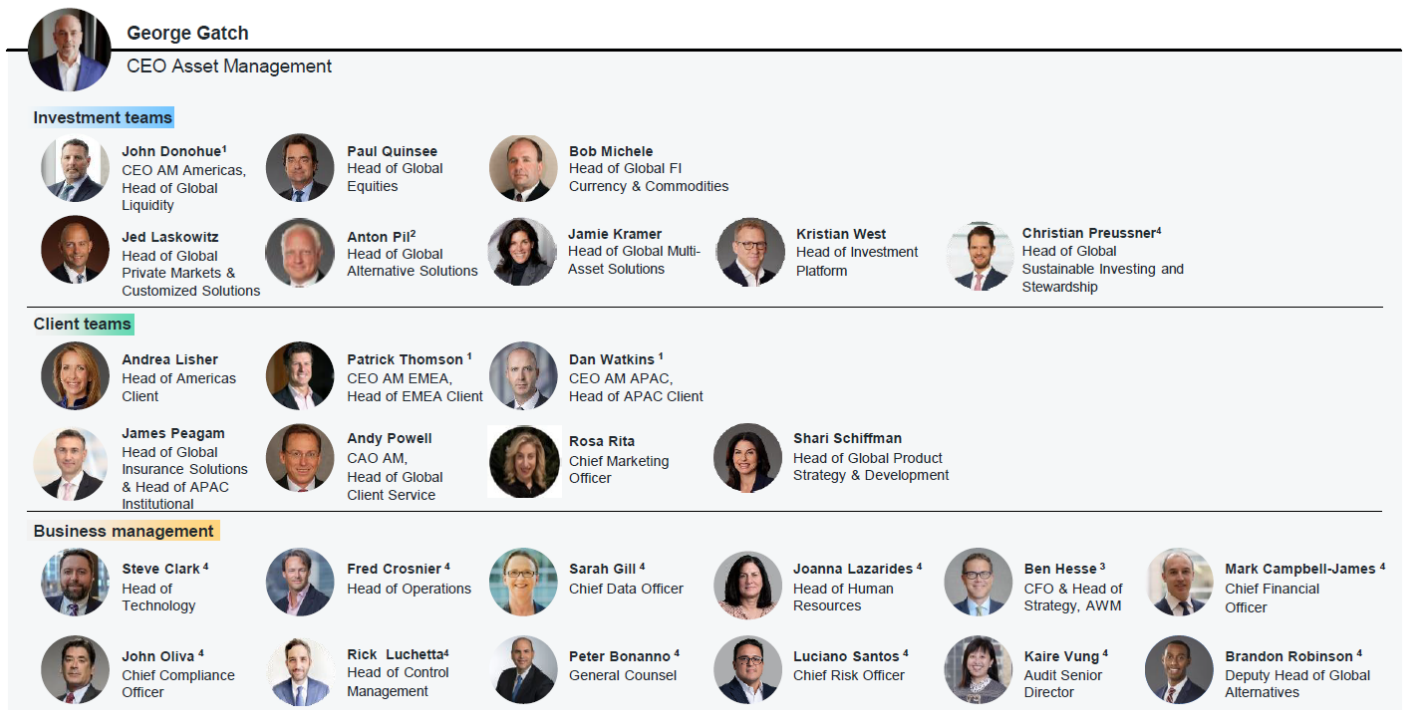
Name	% of Ownership
Vanguard Group Holdings	10.44%
BlackRock, Inc.	7.51%
State Street Corporation	4.72%
The Capital Group Companies, Inc.	2.84%
Morgan Stanley & Co. Inc.	2.44%
Geode Capital Management, L.L.C.	2.22%
Bank of America Corporation	1.96%
FMR LLC	1.53%
UBS Group AG	1.48%
Norges Bank Investment Management (NBIM)	1.29%

Source: Nasdaq

3. Key Management & Investment Personnel

The diagram below summarises the key senior business and investment management personnel for JPMAM as of 30 September 2025:

Global Asset Management



All report to the Chief Executive Officer (CEO) of Asset Management, unless otherwise noted.

¹ Has responsibility as Regional CEO.

² Additional Reporting line to WM CEO.

³ Reporting line to the Asset & Wealth Management (AWM) CEO.

⁴ Reporting line to functional head.

There can be no assurance that the professionals currently employed by J.P. Morgan will continue to be employed by J.P. Morgan or that the past performance or success of any such professional serves as an indicator of such professional's future performance or success.

2. Internal Governance

1. Ethical conduct and professional practice

JPMorganChase is deeply committed to honest and ethical conduct in all of our business dealings across the globe.

The Code of Conduct represents our shared obligation to operate with the highest level of integrity and ethical conduct. We set high expectations and hold ourselves accountable. We do the right thing - not necessarily what's easy or expedient. We strive to abide by the letter and spirit of the laws and regulations everywhere we do business and have zero tolerance for unethical behaviour. Personal accountability and ownership are priorities at JPMorganChase.

The Code of Conduct and firm policies are designed to encourage exceptional business relationships, enabling us to continually build on our proud heritage. We must always act with integrity and be responsible for our actions. Respect for each other as well as those with whom we do business is not only expected but required.

The Code of Conduct sets forth the expectation that employees conduct themselves with integrity, at all times. It provides employees with the principles to help govern their conduct with clients, customers, suppliers, vendors, shareholders, fellow employees, regulators, markets, and the communities in which we operate. The Code applies to the employees and directors of JPMorganChase and its direct and indirect subsidiaries.

The Code is designed to be consistent with the regulatory and legal framework that governs our industry. It may be amended as required by law, regulation or otherwise. All amendments are effective immediately upon posting.

The most current version can be accessed on our firm's external websites.

2. Personal trading

JPMAM's Personal Account Dealing Policy applies to all JPMAM employees and their associated accounts and sets out requirements for personal investing. All investments that require preclearance are subject to a minimum holding period of 60 calendar days so that employee transactions are oriented toward long-term investment. Employees are always required to put client interests before their own and to avoid any conflict of interest or appearance of conflict with JPMAM activities.

With limited exceptions, all personal account transactions of employees and their associates must be pre-cleared by the employee's line of business manager and Compliance prior to dealing. Potential client trading conflicts are reviewed by Compliance prior to approving or declining an employee request to trade. Compliance also performs post-trade monitoring of employee transactions for potential client conflicts.

If employees are not permitted to trade for any reason, they may not communicate with or procure any other person to trade, except in the proper course of their employment. Employees must never deal in any securities or collective investment schemes based on unpublished price-sensitive information ("material non-public information").

3. Management of conflicts of interest to ensure client interests take priority (including gifts and entertainment)

As a subsidiary of a global financial services firm involved in many areas of business, actual, potential, or perceived conflicts of interest may arise when the interests of the firm, an employee, or a client oppose one another. These conflicts consider competing interests as follows: firm vs. client, employee vs. client, client vs. client, or employee vs. firm.

The firm's Conflicts of Interest Policy requires the firm, all lines of business and corporate functions, and its employees to identify, seek to mitigate, and manage actual, potential, and perceived conflicts of interest in accordance with the Conflicts of Interest Framework.

- The Conflicts of Interest Framework not only requires the identification and review of actual, potential, and perceived conflicts, but also sets out the requirements to manage, seek to mitigate, and escalate conflicts. JPMAM is committed to the highest standards of business conduct globally in accordance with its fiduciary duty to our clients. As such, its employees are expected to uphold the integrity of the firm in accordance with JPMorganChase's Code of Conduct and to act in the best interests of its clients at all times.

JPMorganChase is a global organization that includes both investment banking and asset management businesses. Thus, conflicts of interest can occur from time to time. As a fiduciary business, the regulations relating to JPMAM require the disclosure of all potential conflicts of interest that may affect clients. Disclosure documents are provided to clients as

required to provide full and fair disclosure of conflicts of interest.

Within JPMAM, potential conflicts of interest would include, but are not limited to, the following types of activities:

- managing proprietary assets, as well as fiduciary client assets;
- fair and equitable treatment of all client accounts regarding the distribution of new issues of securities;
- purchasing securities in an offering involving an affiliate, or directly from an affiliate;
- using an electronic trading platform where an affiliate maintains an equity ownership interest;
- investing for employees' personal accounts in securities that are traded in client portfolios;
- executing cross trades among fiduciary advised accounts;
- serving as a director, advisory board member, or other oversight capacity for a public or private capacity; and
- gifts and business hospitality from a service provider or other business relationship in return for business.

The controls in place around conflicts include global policies and procedures that apply across JPMorganChase and all its subsidiaries. These cover a wide range of topics that include:

- a specific compliance policy on conflicts of interest (covering all relevant matters);
- a central Conflicts Office in New York responsible for reviewing certain transactions, products, and activities throughout the firm that may give rise to an actual, potential, or perceived conflict of interest, and / or related reputational risk;
- an Information Barrier policy designed to prevent the flow of material, non-public information from an "insider area" such as investment banking to a "public" area such as JPMAM; and
- personal interest policies, whereby individuals are required to disclose any personal interests that may conflict with their investment management activities.

4. Risk management and Compliance

Risk Management

JPMAM maintains a global, in-house Independent Risk Management function comprised of 100 employees in New York, London, Luxembourg, Hong Kong and Bangalore.

Risk Management within JPMAM is an independent control function headed by Luciano Santos, Chief Risk Officer (CRO) for JPMAM. Luciano reports to Gregg Gunselman, CRO for AWM, who reports directly to Ashley Bacon, CRO for JPMorganChase. In addition to this independent Risk Management function, there are embedded risk managers within the various JPMAM businesses, reporting directly into global business heads.

Risk is an inherent part of JPMorganChase's business activities. When the firm extends a consumer or wholesale loan, advises customers and clients on their investment decisions, makes markets in securities, or offers other products or services, the firm takes on some degree of risk. The firm's overall objective is to manage its business, and the associated risks, in a manner that balances serving the interests of its clients, customers, and investors and protects the safety and soundness of the firm.

JPMorganChase believes that effective risk management requires, among other things:

- Acceptance of responsibility, including identification and escalation of risk issues, by all individuals within the firm
- Ownership of risk identification, assessment, data and management within each of the lines of business and corporate functions
- Firmwide structures for risk governance .

JPMorganChase strives for continual improvement through efforts to enhance controls, ongoing employee training and development, talent retention, and other measures. The firm follows a disciplined and balanced compensation framework with strong internal governance and independent Board oversight. The impact of risk and control issues are carefully considered in the firm's performance evaluation and incentive compensation processes.

Compliance

JPMAM maintains a global, in-house Compliance department comprised of 84 dedicated JPMAM employees globally. The team is also supported by approximately 50 additional Compliance employees who perform functions across AWM and the broader JPMorganChase Compliance department. These shared compliance functions include Policy Management, Trade Surveillance and Employee Compliance. Additional JPMorganChase Compliance groups that support Asset Management, but are not represented in this staffing number, include Monitoring & Testing, Branch Exam and AWM Marketing teams.

Compliance professionals are located in the Americas, Europe, and Asia and report to John Oliva, Global Head of JPMAM Compliance. Compliance is responsible for advising and educating the business within the framework of securities and banking laws, regulations, and policies. It is also responsible for developing regulatory policies and procedures and monitoring compliance with such policies and procedures.

5. Error correction policy;

All employees are responsible for minimizing the potential of operational risk events and helping to ensure they are escalated, reported, and corrected promptly. Our error tool records all errors, including investment errors detected by our automated guideline monitoring systems. The responsible team is required to input an error report, which includes details of the event, corrective action, calculation of any compensation, and subsequent preventive changes to controls / procedures.

Significant errors are required to be escalated immediately to Controls, which manages the escalation to senior management, depending on the materiality of the error, and works with a broad range of teams to close out and remediate the error. They perform root-cause analysis and identify preventive actions.

For material errors, compensation calculations are reviewed by Independent Risk Management. Information can be drawn from the errors database to permit the analysis of such aspects as root causes, frequency, monetary impacts, and corrective action. Material errors are tabled at the business control committee. This committee consists of senior managers from business and control teams. They look for trends and review proposals for process improvements to minimize reoccurrence.

6. Brokerage and commissions;

JPMAM has in place a global policy on the use of equity trading commissions that describes how JPMAM manages the use of equity trading commissions arising from the execution of transactions on behalf of our clients. JPMAM policy is that our clients' trading commissions may be used only to pay for execution and substantive research. We clarify that payments for permissible research goods and services are made via a portion of the commission paid to the executing broker (a market convention known in some jurisdictions as "soft dollars" and / or "bundled commissions") or, subject to local regulatory rules and client participation, JPMAM may instruct a broker to pay a part of the trading commission to a third party as a client commission arrangement (CCA) payment for substantive research services.

Research-related services include advice regarding the purchase, sale, value, and availability of securities; analyses and reports concerning issuers, industries, securities, markets, economic factors and trends, portfolio strategy; and the analysis

of accounts. Access to this research allows us to glean insights from diverse sources available in the market and provides value-added material that assists us in forming our own differentiated conclusions.

For accounts considered in scope of the MiFID II Directive, from 1 January 2018, our Equity, Fixed Income, and Multi-Asset Solutions platforms transitioned the costs associated with the purchase of external research from being paid for by trading commissions to being paid for directly by JPMAM. We expect both regulation and market practices relating to paying for external research to evolve over time in the non-MiFID markets, and we are watching this closely. However, for now, non-MiFID II accounts will continue to pay for execution and research together in a bundled commission structure in these markets.

JPMAM does not use client commissions to purchase quotation services, or computer hardware / software, even though these may be permitted in some jurisdictions.

7. Equitable asset valuation and pricing;

Policies and procedures for fair valuation pricing have been established and may be invoked when vendor sources are not available or supply prices are unreliable -- that is, prices that could not reasonably be expected to be achieved in actual market transactions.

Fair valuation pricing committees, which include representatives of the pricing team, Risk Management, Compliance, and investment directors, devise and apply appropriate alternative pricing procedures. These take into account factors such as general market proxies, recently dealt prices of specific instruments, dealt prices of securities of comparable quality and type, indicative bids from brokers, and estimates of sector-specific analysts. The performance of the process is monitored by back-testing, in which fair value prices are compared with subsequent reliable market prices or prices subsequently achieved in sales. The fair valuation process is subject to periodic reviews by external auditors.

8. Best execution and trade allocation;

Best Execution Policy - Equity

JPMAM must, when providing portfolio management services, act in the best interests of our clients when placing orders with other entities for execution that result from JPMAM's decision to deal in financial instruments on behalf of our clients. In order to comply with this obligation, JPMAM shall take all sufficient steps to obtain the best possible result for our clients. This obligation also applies where JPMAM itself executes orders on behalf of our clients. JPMAM must take into account a range of execution factors in order to deliver best execution and determine their relative importance based on the

characteristics of our clients, the orders we receive, and the markets in which we operate. The factors that JPMAM needs to consider when delivering best execution are price, costs, speed, likelihood of execution and settlement, size, and the nature or any other consideration relevant to the execution of an order.

JPMAM has policies and procedures in place to ensure that it is able to achieve best execution in accordance with applicable laws and regulations for its clients. This is achieved in a number of ways but begins with a centralised trading team that is segregated by systems from portfolio managers as well as operations.

The facilities available in today's marketplace allow JPMAM to use a variety of methods to execute client transactions, which include the following: engaging full service brokers; transacting directly with dealers and market makers; and making use of electronic communication networks (ECNs). An execution venue may include a broker, dealer, exchange, ECN, dark pool, crossing network, alternative trading system, multifaceted trading facility (MTF), over the counter market maker/dealer, or any other such recognized place/method of transacting.

In addition the way in which JPMAM executes transactions on behalf of clients may depend on the asset class. For example, execution venues for an equity trade will likely be different than those for fixed income transactions, which are typically executed directly with dealers. The selection of any particular method to execute a client trade must be consistent with JPMAM's fiduciary obligation to obtain the best result for its clients.

When executing orders in Financial Instruments on behalf of clients, JPMAM will take all reasonable steps to achieve Best Execution. JPMAM has in place processes which are designed to obtain the best possible execution result on a consistent basis taking into consideration relevant following factors:

- The execution venues available for such instruments;
- Price, costs and commission rates charged (Note: Commission rates apply to the Equity Business, not to the Fixed Income Business. In Swap Execution Facilities or SEFs, a fee is charged but is typically not passed to the client. Any fee passed to a client is evaluated as part of the best execution review.);
- Speed of execution or priority placed upon an order by the portfolio manager or client;
- Likelihood of execution and settlement;
- Relative size of the order;
- Confidentiality provided by a counterparty;

- Consistent quality of overall service from the counterparty; and
- The nature of, or any consideration relevant to, the order.

When assessing the relative importance of these factors, JPMAM will also consider the characteristics of the client; the client order; the financial instruments that are the subject of the order; and the execution venues to which the order can be directed. JPMAM seeks to manage portfolios in the best interest of clients and to obtain the best relative value given a client's account objectives.

Ordinarily, price and costs together will merit high relative importance in achieving best execution, but other factors may take precedence, where for example speed of execution may be more important due to the nature of the order, or client cash flow requirements, or the trade is large compared to the liquidity of the relevant instrument

JPMAM delegates the ongoing responsibility for the oversight of execution quality to regional and global trading practices oversight committees, (TPOC). Certain committees ultimately report into the Board of the relevant legal entity associated with the line of business, depending on regional practices.

Global Equity, Global Fixed Income, Currency, and Commodities, Global Liquidity, and other business lines, including but not limited to Absolute Return and Opportunistic Fixed Income, Security Capital, and Multi-Asset Solutions, each hold their own TPOC meeting quarterly and this committee is responsible for the oversight of trading activities including but not limited to evaluation and ongoing review of the effectiveness of policies and procedures, recommending enhancements to trading practices; reviewing trading and execution including costs; evaluation of broker reviews and broker selection policies; evaluation of the management of actual and potential conflicts of interest; and monitoring the usage of affiliated brokers. TPOC meetings are documented and the minutes are retained by the relevant Business Management team. Where required, items discussed at TPOCs may be escalated to the relevant Management and / or Risk & Control Committee and to the relevant legal entity's Board, as appropriate .

In addition to the TPOC, each line of business will discuss best execution in regular formal and informal management meetings.

Fixed Income - Best Execution Policy

The TPOC meet each quarter to review and analyze the trading activity across the GFICC platform. The committee is made up of chief investment officers (CIOs) and desk heads of the different asset classes and the meeting is attended by the representative

traders. The Compliance Oversight Committee provides independent monitoring of the actual traded prices versus the market rate provided by a recognized data feed (typically Reuters or Bloomberg) at point of execution. Any discrepancies beyond a pre-determined threshold are investigated on a monthly basis and require validation by the trading desk.

As a fiduciary, JPMAM acts in the best interest of the client and strives to obtain over time the best relative value given an account's objectives. JPMAM's overall objective in effecting client transactions is to receive best execution, which we consider critical to fulfilling clients' performance expectations. JPMAM's experience, size, and presence in the marketplace are competitive advantages that enable us to minimize transaction costs and achieve best execution.

In seeking best execution, JPMAM not only strives to minimize transaction costs, but also considers the full range and quality of a broker-dealer's services in selecting counterparties, including the broker's execution capabilities; the broker's reliability for prompt, accurate confirmations and on-time delivery of securities; the broker-dealer firm's financial condition; the broker's ability to provide access to new issues; and the quality of research services and sales coverage provided.

GFICC's Trading Team's primary responsibility is to achieve the best possible result in accordance with regulatory requirements for each trade. Best execution for fixed income and related securities depends on the transaction strategy type. Ordinarily, for fixed income transactions, the primary determining factors in determining best execution are price, speed of execution, transaction size, and the ability of the counterparty to complete the entire transaction. For products that require collateralization (for example, bilateral, OTC derivatives), the impact on collateral or margin requirements may also be considered when selecting a particular counterparty.

Trade Allocation

JPMAM has allocation practices in place designed to reasonably promote fair and equitable allocations of investment opportunities among its client accounts over time, and to promote compliance with applicable regulatory requirements, as outlined here:

- All client accounts, regardless of the investment strategy, product type, or fee arrangement, must be treated fairly and equitably. No account may, over time, be systematically favored over another in the allocation of available securities to accounts participating in an aggregated trade order.
- The Compliance Department, and the respective portfolio management teams in the product groups, periodically

monitor and review the allocation of securities to ensure that the policies are being followed. The fairness of a given allocation depends on the facts and circumstances involved, including, but not limited to, the client's investment criteria, account size, and order size.

- Subject to these criteria, securities should be allocated on a pro-rata basis based on the size of the pending order.
- Generally, equity orders involving the same investment opportunity are aggregated, consistent with JPMAM's obligation to obtain best execution for its clients. If an aggregated order is not fully executed, participating accounts will typically be systematically allocated their requested allotment on a pro-rata, average-price basis.
- Partially filled orders for fixed income securities cannot always be allocated on a pro-rata basis. Records of non-pro-rata allocations of partial fills must include documentation of the primary consideration for such allocation. These allocations must be made in the good-faith judgment of JPMAM so that fair and equitable allocation will occur over time. In determining whether an allocation is fair and equitable, JPMAM considers account-specific factors such as availability of cash, liquidity needs of the account, risk / return profile of the account, exposure to the security, sector, or industry, and whether the account is participating in specialized strategies. The evaluation of allocations is the responsibility of the portfolio manager.
- Trades may be allocated differently from the method specified in the initial allocation only if all client accounts receive fair and equitable treatment and the departure is adequately documented to show sound business reasons consistent with JPMAM's fiduciary duty. Reallocations are defined as any allocation changes to accounts participating in a trade that is made post-execution. Reallocations are typically only permitted prior to end of day on T+1. Reallocation requests are raised by a portfolio manager and require pre-approval from a Designated Business Approver and notification to Compliance. Reallocations occurring after execution, but on trade date, do not require pre-approval from a Designated Business Approver or notification to Compliance. Under limited circumstances, approval may be given to reallocate after T+1 but prior to settlement, if agreed by Compliance, Risk, and a Designated Business Approver with consultation, as needed, from Legal and Control Management.
- If a trade requires the reallocation of securities after settlement, appropriate action will be determined by Control Management and Risk Management with input from Compliance, and, if needed, from Legal.

- Certain product groups that do not trade securities within JPMAM (e.g., Private Equity Group [PEG], Global Real Assets-Real Estate Americas [GRA-REA], and certain JPM Private Capital Product Groups) do not allocate on a pro-rata basis but, nevertheless, do so in a manner determined to be fair and equitable. All such allocation decisions are made in good faith. Each Alternatives business line has adopted policies and procedures with respect to its allocation process. Compliance performs reviews of allocations on a post-transaction basis to ensure the methodology is consistent with the group's policies and procedures..

9. Remuneration policy

Compensation – Investment Professionals

JPMAM's compensation programs are designed to align the behavior of employees with the achievement of its short- and long-term strategic goals, which revolve around client investment objectives. This is accomplished, in part, through a balanced performance assessment process and total compensation program, as well as a clearly defined culture that rigorously and consistently promotes adherence to the highest ethical standards.

COMPENSATION FRAMEWORK

The compensation framework for JPMAM's investment professionals (generally defined as portfolio managers, research analysts, traders, and investment specialists with a corporate title of vice president and above) participating in public market investing activities is based on several factors that drive alignment with client objectives, the primary of which is investment performance, alongside the firmwide performance dimensions. The framework focuses on total compensation – base salary and variable compensation. Variable compensation is in the form of cash incentives, and / or long-term incentives in the form of fund-tracking incentives (referred to as the "Mandatory Investor Plan," or "MIP") and / or equity-based JPMorganChase restricted stock units (RSUs) with defined vesting schedules and corresponding terms and conditions. Long-term incentive awards may comprise up to 60% of overall incentive compensation, depending on an employee's pay level.

The performance dimensions for investment professionals are evaluated annually based on several factors that drive investment outcomes and value – aligned with client objectives – including, but not limited to:

- investment performance, generally weighted more to the long term, with specific consideration for portfolio managers of investment performance relative to

competitive indices or peers over one-, three-, five- and 10-year periods;

- the scale and complexity of their investment responsibilities;
- individual contribution relative to the client's risk and return objectives;
- business results, as informed by investment performance; risk, controls, and conduct objectives; client / customer / stakeholder objectives, teamwork, and leadership objectives; and
- adherence to the firm's compliance, risk, regulatory, and client fiduciary responsibilities, including, as applicable, adherence to the JPMAM Sustainability Risk Integration Policy, which contains relevant financially material environmental, social, and governance (ESG) factors that are intended to be assessed in investment decision-making, per investment objectives.

In addition to the above performance dimensions for investment professionals, the firmwide pay-for-performance framework is integrated into the final assessment of incentive compensation for an individual investment professional. Feedback from J.P. Morgan's risk and control professionals is considered in assessing performance and compensation.

MANDATORY INVESTOR PLAN (MIP)

Investment professionals are subject to a mandatory deferral of long-term incentive compensation under J.P. Morgan's MIP. In general, the MIP provides for a rate of return equal to that of the particular fund(s), thereby aligning the investment professional's pay with that of the client's experience / return. For reference, an investment professional's total compensation is comprised of base salary and variable compensation. Variable compensation is in the form of cash incentives and / or long-term incentives in the form of fund-tracking incentives (MIP) and / or equity-based JPMorganChase restricted stock units (RSUs) with defined vesting schedules and corresponding terms and conditions.

For investment professionals participating in public market investing activities, 50% of their long-term incentives are subject to a mandatory deferral in the MIP, and the remaining 50% can be granted in the form of RSUs or additional participation in the MIP at the election of the investment professional.

For the portion of long-term incentives subject to mandatory deferral in the MIP (50%), the incentives are allocated to the fund(s) the investment professional contributes to, as determined by the employee's respective manager and

reviewed by JPMAM's senior management (e.g., in the case of a portfolio manager, the specific fund(s) a portfolio manager is named on).

In addition, named portfolio managers on dedicated sustainable fund(s) are required to allocate at least 25% of their mandatory deferral in at least one dedicated sustainable fund(s). Investment professionals, regardless of whether they are named on and / or contribute to a sustainable fund, also have the ability to allocate a portion of their mandatory deferral to a sustainable fund.

To hold individuals responsible for taking risks inconsistent with the firm's risk appetite and to discourage future imprudent behavior, we have policies and procedures that enable us to take prompt and proportionate actions with respect to accountable individuals, including:

- reducing or altogether eliminating annual incentive compensation;
- cancelling unvested awards (in full or in part);
- clawback / recovery of previously paid compensation (cash and / or equity);
- demotion, negative performance rating, or other appropriate employment actions; and
- termination of employment.

The precise actions we take with respect to accountable individuals are based on circumstances, including the nature of their involvement, the magnitude of the event, and the impact on the firm.

Compensation - Non-Investment Professionals

JPMAM's compensation programs are designed to align the behavior of employees with the achievement of its short- and long-term strategic goals, which revolve around client investment objectives. This is accomplished, in part, through a balanced performance assessment process and total compensation program, as well as a clearly defined culture that rigorously and consistently promotes adherence to the highest ethical standards.

COMPENSATION FRAMEWORK

The compensation framework for non-investment professionals is based on several factors that drive alignment with client objectives. The framework focuses on total compensation - base salary and, for certain employees, variable compensation. Variable compensation is in the form of cash incentives, and/or long-term incentive awards. Long-term incentive awards may be in the form of fund-tracking incentives (referred to as the

“Mandatory Investor Plan,” or “MIP”) where relevant, and/or equity-based JPMorganChase Restricted Stock Units (RSUs) with defined vesting schedules and corresponding terms and conditions, depending on role. Long-term incentive awards may comprise up to 60% of overall incentive compensation, depending on an employee's pay level.

The performance dimensions for non-investment professionals are evaluated annually based on several factors, with focus on client alignment and consideration of the overall performance of the business and individual performance. This includes a balanced approach to assess the employee's performance throughout the year against four broad dimensions:

- Client / Customer / Stakeholder
- Business Results
- Teamwork & Leadership
- Risk, Controls & Conduct

In addition to the above performance dimensions, the firm-wide pay-for-performance framework is integrated into the final assessment of incentive compensation for an individual investment professional. Feedback from J.P. Morgan's risk and control professionals is considered in assessing performance and compensation.

MANDATORY INVESTOR PLAN (MIP)

Select non-investment professionals, generally those who participate in client-facing activities (e.g. client advisors, marketing professionals, product strategy and development), have the option, and are generally encouraged, to invest a portion of their long-term incentive awards in the MIP program. The MIP provides for a rate of return equal to that of the fund(s) which they elect to invest a portion of their long-term awards in, thereby generally aligning the employees' pay with that of JPMAM's clients' experience/return, with defined vesting schedules and corresponding terms and conditions.

Other non-investment professionals, those who typically do not participate in client-facing activities generally receive long-term incentive awards in the form of JPMorganChase Restricted Stock Units (RSUs), with defined vesting schedules and corresponding terms and conditions.

To hold individuals responsible for taking risks inconsistent with the firm's risk appetite and to discourage future imprudent behavior, we have policies and procedures that enable us to take prompt and proportionate actions with respect to accountable individuals, including:

- Reducing or altogether eliminating annual incentive compensation;

- Cancelling unvested awards (in full or in part);
- Clawback / recovery of previously paid compensation (cash and / or equity);
- Demotion, negative performance rating or other appropriate employment actions; and
- Termination of employment.

The precise actions we take with respect to accountable individuals are based on circumstances, including the nature of their involvement, the magnitude of the event and the impact on the firm.

10. Sharing Concerns and Reporting Violations

JPMorganChase maintains internal policies to address requirements under Part 9.4AAA of the *Corporations Act 2001* (Cth) (“Corporations Act”) and Part IVD of the *Taxation Administration Act 1953* (Cth) (collectively, Whistleblowing Laws) with respect to providing mechanisms for the reporting of potential and actual wrongdoing at work or related to the firm, and to outline the statutory protections available to such whistleblowers.

Whilst the company makes and continues to make every effort to conduct its business strictly in accordance with its statutory obligations and good business practice, occasions may arise when employees may have a legitimate concern that JPMAM or its employees have failed to adhere to their obligations in some way. In such situations, employees are encouraged to raise concerns through established internal channels.

Issues that employees should report include any potential or actual violations of the Code of Conduct, any internal firm policy, or any law or regulation related to the business of JPMAM and its affiliates. This includes any potential or actual misconduct, or conduct that contravenes relevant laws or violates the principles of the Code of Conduct by customers, suppliers, consultants, employees, other business partners or agents. The firm has a number of ways through which employees can share concerns and report violations. Reporting can be done anonymously, where permitted by law.

JPMorganChase strictly prohibits intimidation or retaliation against anyone who shares a potential or actual violation of the Code of Conduct, in good faith, or assists with an investigation or inquiry. Concerns that are considered whistleblowing complaints under the Whistleblowing Laws are eligible for statutory protection.

Furthermore, other parties can lodge a report such as a relative of a JPMAM employee and an individual or relative of an individual supplying services or goods to JPMAM.

11. Training and development

We believe that the collective talents, insights and professionalism of our employees offer a major competitive advantage and are committed to hiring and retaining the best-qualified professionals to serve our clients. Our goal is to attract and retain outstanding people, to incentivize achievement and to align employees’ interest with those of our clients.

At the core of these employee recruitment, retention and motivational efforts is a steadfast focus on responsibility, recognition and reward. Talented individuals are offered a wealth of opportunities, with competitive remuneration structures and significant career development and advancement opportunities.

The firm also pays considerable attention to the softer elements that help make J.P. Morgan an enjoyable and supportive place to work. This includes a strong cultural emphasis on employee respect, connection and communication, including broad communication from and across senior management and consistent, two-way dialogue between managers and their employees around performance and continuing professional development.

Professional training opportunities include financing education, ranging from undergraduate courses to MBA programs, and learning resources that encourage and support investment professionals to gain designations such as Chartered Financial Analyst (CFA), Certified Investment Management Analyst (CIMA) and Chartered Alternative Investment Analyst (CAIA). Continual training in investment theory and portfolio management techniques is available through seminars, and outside consultants are often engaged to provide expertise in specialist areas.

Leadership development is also a key priority. For example, all managers are invited to participate in training through our Leadership Edge program, designed to foster great leaders and deepen a strong leadership culture across the firm.

Training programs

A few of our employee training programs are highlighted below:

- **Analyst Program:** This global, two-year program focuses on the recruitment, development and retention of recently graduated, entry-level talent (no more than two years of work experience following completion of undergraduate degree) with the goal to develop analysts as they work toward associate promotion. It offers a robust training agenda that incorporates different training touchpoints each class year.

- **Ascend:** This 12-month program is designed to enhance the career progression and retention of high-performing, diverse vice presidents through sponsorship assignments, networking opportunities and manager engagement.
- **Asset & Wealth Management Initial Training Program:** During this program, analysts build foundational skills and knowledge to equip their transition from campus to corporate and better prepare for the desk. It also enables analysts to broaden their global networks as they build relationships with peers from across the globe. Topics include financial markets, how we work with clients, our solutions and products, operational processes and analyst responsibilities, presentation and communication skills and coding. Early Career Cabinets comprised of senior leaders in each respective business help ensure that the program remains relevant and best-in-class.
- **Associate Training Program:** This global, four-week program is designed to hone the leadership and critical thinking skills of high-performing associates with investment product responsibilities. It provides a deeper understanding of our investment offerings and processes, and offers opportunities to exhibit abilities to influence stakeholders and leverage an expanded network of senior leaders and peers to deliver best-in-class investments and positively impact client outcomes. Participants are challenged to explore problems and develop solutions in an innovative way, with learnings applied to business projects that they, working in smaller groups, present to a senior panel at the end of the program.
- **Leadership Edge:** This management and leadership development experience is designed to foster great leaders and deepen a strong leadership culture across the firm by focusing on building and enhancing critical skills and capabilities to increase day-to-day effectiveness and developing new skills that managers need at each stage of their careers. These multi-day courses bring together managers and leaders from every business and function, providing opportunities to develop a deeper appreciation for the breadth of the firm and build stronger connections with colleagues from around the globe. Several core programs are designed for various career points, from joining the firm as a new-hire manager to becoming a first-time manager of others to managing large global teams through layers of management.
- **ReEntry:** This 15-week paid fellowship program seeks to attract accomplished individuals who have taken a voluntary career break for at least two years and wish to return to the workforce, with the prospect of a permanent employment offer at its end. Through workshops, coaching

and mentoring, participants develop leading industry knowledge and insights to ramp up with ease, in preparation for a long-term career path. Participants benefit from the engagement of a dedicated program team, managers, mentors and program alumni. The program started in 2013 and is now firmwide, with 350 participants to date, almost 80% of which have been placed in full-time roles.

JPMAMAL's representatives are required to have the appropriate knowledge and skills to competently perform their roles of providing financial services under JPMAMAL's Australian Financial Services Licence (AFSL). Representatives are employees or contractors of JPMAMAL that provide financial services on behalf of JPMAMAL. JPMAMAL has implemented an internal policy that sets out how the requirements are met.

The policy outlines:

- The requirement that employees complete a minimum of 15 hours of training per annum, of which 5 must be compliance related;
- The requisite knowledge and skills required to be competent and adequately trained to provide financial services;
- The maintenance of training records and supporting evidence; and
- The degree of structure required in order for training to qualify toward the training requirement.

11. Complaints and dispute resolution.

JPMAMAL regards all customer complaints seriously and reviews them independently and objectively with consideration given to JPMAMAL's fiduciary obligations owed to its clients. A complaint is defined as an expression of dissatisfaction made to an organisation, related to its staff, products or services, or the complaints handling process itself, where a response or resolution is explicitly or implicitly expected. When a communication that might be considered a complaint is received, it must be handled in a courteous and professional manner with due care and sensitivity.

JPMAMAL has established internal policies and procedures setting out the client complaints process lifecycle, including;

- receipt;
- investigation;
- resolution;
- response;
- recording-keeping; and
- reporting

of complaints.

As JPMAMAL provides financial services to retail clients, it has established an internal dispute resolution system and is a member of the Australian Financial Complaints Authority.

2. Asset Stewardship

J.P. Morgan Asset Management has deeply-held convictions that in-depth investment research and rigorous analysis by experts are key to delivering long-term, risk-adjusted returns for our clients. Our approach to engagement is aligned with this vision and is an important part of our investment processes.

Engaging investee companies in dialogue and encouraging sound corporate practices (including around managing financially material environmental, social and governance (ESG) issues) is an important component of how we deliver our investment stewardship strategy. Our engagement is based on our in-depth investment research on companies, alongside our assessment of macroeconomic drivers, sector-specific factors and financially material themes.

This research insight enables us to act proactively and encourage investee companies to acknowledge issues and improve practices before risks are realized and opportunities are missed. This is how we seek to drive impact in our investment stewardship activity and advocate for sound practices at our investee companies. We believe this will ultimately preserve and enhance asset value.

Our engagement is based on these four principles:

- **Intentionality:** We are determined to act in the best interests of our clients by encouraging investee companies to focus on prudent allocation of capital and long-term value creation.
- **Materiality:** We strive to understand how factors impacting sustainability are financially significant to individual companies over time, understanding that the regions, cultures, and organizations in which we invest differ greatly.
- **Additionality:** We focus on strategic issues that are most urgently in need of our focus in order to deliver better long-term returns to our clients. We believe that as large investors, we have the ability to put our resources to work towards achieving the outcomes we seek on behalf of our clients.
- **Transparency:** We seek to be clear about the investment stewardship work we do and take steps to be transparent to our stakeholders, as we expect the same from investee companies.

Alongside the ongoing dialogue that we have with investee companies throughout the year, proxy voting at annual general meetings is another key tool we utilize in our investment stewardship activities. Demonstrating our views through proxy voting is increasingly relevant across our Investment Stewardship Priorities.

Our engagement model is built on an investor-led, expert-driven approach and leverages the knowledge of more than 1,000 investment professionals around the world, working in close collaboration with investment stewardship specialists. Our engagement process benefits from the longstanding relationships our investment teams have with local investee companies, through regular interactions with board directors and chairs, senior executives and CEOs. We believe this collaborative, well-resourced approach enables us to recognize significant risks early and identify new opportunities, supporting our goal of generating attractive risk-adjusted returns.

Combining our ESG research capability with the experience and skill of our investment teams and the expertise of our investment stewardship specialists gives us a deep understanding of the risks and opportunities facing different sectors, industries, and geographies. By integrating this expertise into a global common platform, we seek to maintain a consistently high standard of engagement, considering the myriad of nuances a responsible investor needs to embrace. Through engagement, we seek to encourage long-term sustainable outcomes in investee companies. Ultimately, the objective is to build stronger and more resilient portfolios for our clients.

We have identified six Investment Stewardship Priorities that we believe can be broadly applied in our engagement efforts and will remain relevant through market cycles. These priorities address the ESG issues that pose the most significant long-term material financial risks to our investments, while also presenting the greatest opportunities. Engaging on these topics is therefore important to delivering value to our clients. This combination of priorities and evolving themes provides a structured and targeted framework for engagement for our investors and Investment Stewardship team globally.

In 2024, there were thousands of meetings between our investment team members (e.g., research analysts and stewardship experts with board directors, senior management, and operational experts from investee companies) as they engaged with 1135 companies. The focus and purpose of our discussions are shaped and informed by our in-depth analysis of investee companies' strategy, financial performance, and key practices on ESG issues with material financial impact. Through our regular and ongoing interactions with companies, we discuss a range of issues including financially material ESG factors, and we highlight areas of good practices we believe they should aspire to. We systematically track and monitor these interactions as part of our Core Stewardship Program. Through this program, we focus on issues that we believe investee companies should address to protect value by minimizing risk and to create value by capitalizing on

opportunities. We assess companies' responses to engagement and monitor the progress being made over time, including around the transparency of sustainability practices. Alongside our dialogue with investee company representatives, proxy voting is also an important component of our approach. However, we also recognized that there is a need for a program of in-depth engagements. These are cases where we allocate more of our time and resources to engaging a narrower group of companies which our research and analysis have identified to be of need. Our Enhanced Engagement Program aspires to meet the expectations of our global investment teams across asset classes, and of our clients and stakeholders around the world, to manage risk and promote longterm shareholder value at investee companies that most merit our time and attention.

For more information, please refer to pg 11 of the [Global Investment Stewardship Report](#).

12. Monitoring of company performance and engagement with investee companies

Effective monitoring of company performance is an essential element to our investment approach. As active investors, we invest considerable resources in our research capabilities, and our analysts and portfolio managers are expected to enter into a regular dialogue with investee companies, to ensure we understand all aspects of their businesses. Monitoring of progress on engagements is facilitated by setting engagement objectives and systematically using our documentation system to identify the status of the engagement.

Engagement with investee companies can be conducted through in-person meetings, video or phone calls, speaking engagements, formal letters or emails, and field trips. This is largely done on a one-to-one basis, but we may collaborate with other asset managers, where permitted and in accordance with applicable regulation, where we consider it to be an effective approach to progress the engagement.

We enjoy good access to companies and, as a result, many of our engagements are conducted with representatives at senior levels of the company. This includes the board of directors, senior executives, general counsel, and operational specialists from the company who have subject matter expertise, such as heads of compensation, or investor relations.

Increasingly, our interactions with companies in the Core Stewardship Program on ESG issues are led by investment research analysts responsible for primary coverage of the company in equity and corporate bonds. They are supported by the thematic expertise on ESG issues by the Investment Stewardship team.

We have implemented an approach to tracking engagement progress and recording milestones where objectives have been achieved. The aim is to make sure our engagements have a positive impact on risk and value at individual companies and investee companies are responding in a constructive fashion over time. It also allows us to identify areas where progress is slow and enable constant improvement of our engagement methodology and framework to achieve better outcomes effectively for our clients. We have established an ESG engagement recording system in our Spectrum™ technology platform with the aim of enabling the systematic tracking of engagement progress.

We identify financially material ESG issues at investee companies held in our portfolios and then initiate our engagement by discussing our concerns with companies and subsequently asking them to identify actions to address issues we believe are important for our client accounts. In most cases, engagement can take time to progress. It takes time before a board or management acknowledges an issue and starts to define and implement a roadmap of action to deliver meaningful change. Sometimes, issues we raise in our engagements can lead to the investee companies determining to make structural and organizational changes that are not easy or quick to achieve, which have impacts on business models, strategy, and investments. Generally, it can take several years before our engagements yield tangible results; we expect an engagement timeframe of about three years before our milestones are achieved.

In order to check that our engagements are on track and progressing over time, we have established four stages in our engagement journey. The progress stages are:

- 1 Issues raised to the company
- 2 Issues acknowledged by the company
- 3 The company develops a strategy to address the issues
- 4 The company implements changes and milestone are achieved

We have also identified scenarios where we have concluded that no positive outcomes can be expected in the given timeframe:

- 0 Engagement failed

Through our regular and ongoing interactions with companies, we discuss a range of issues including financially material ESG factors, and we highlight areas of good practices we believe they should aspire to. We systematically track and monitor these interactions as part of our Core Stewardship Program. Through this program, we focus on issues that we believe investee companies should address to protect value by minimizing risk and to create value by capitalizing on opportunities. We assess companies' responses to engagement

and monitor the progress being made over time, including around the transparency of sustainability practices.

13. Company engagements and escalation pathways

JPMAM has clear guidelines on how we should escalate our engagement activities. In the event that concerns, which have been raised with company representatives have not been adequately dealt with, we will seek further meetings with the board - ideally the chairman or the lead independent director - or express our concerns directly through the company's advisers.

Engagements with targeted companies are documented, allowing us to monitor the stage of engagement. There will be times when, despite prolonged engagement, our concerns around managing risks and increasing and preserving the long-term value of our client accounts have not been addressed. Under such circumstances, we may undertake the following forms of escalation depending on the circumstances:

- meetings with non-executive directors, a lead independent director or chair;
- voting against management and the nonexecutive directors;
- communication to the chair or lead independent director disclosing our voting rationale;
- collaboration with other investors or public statements with other investors as appropriate; and
- reduction in holdings or divestment in certain cases.

It is important to note that securities of companies may be purchased and retained for financial reasons, irrespective of the level of success of engagement activity.

Having reviewed the potential benefits of such action on our objectives, We will escalate concerns, while acting in the best long-term interests of our clients. Our approach to escalation considers the facts and circumstances of each specific case. However, we note that voting escalation is principally aimed at equity holdings rather than other asset classes where the opportunity to vote is far rarer. We do not generally differentiate our approach to escalation based on geography or fund type - unless there is a valid reason (e.g., our approach to proxy voting for Russian companies following the 2022 invasion of Ukraine or certain votes specific to sustainable strategies).

14. Environmental, Social and Governance considerations affecting the investment decision making process

As an asset manager, we are guided by our duty to act in the best interests of our clients.

Certain actively managed strategies deemed by JPMAM to be ESG-integrated under our governance process systematically

assess financially material ESG factors (alongside other relevant factors) in our investment decisions with the goals of managing risk and improving long-term returns. This is known as ESG integration. Except for certain strategies that use ESG integration as part of their investment process in addition to other sustainable investing strategies, ESG integration by itself does not change a strategy's investment objective, exclude specific types of companies or constrain a strategy's investable universe. ESG integration is dependent upon the availability of sufficient ESG information relevant to the applicable investment universe. ESG factors are not considered for every investment decision.

In order for a strategy to be considered ESG integrated, JPMAM requires: (1) Portfolio management teams to consider proprietary research on the financial materiality of ESG issues on the strategy's investments; (2) documentation of the research views and methodology throughout the investment process; and (3) appropriate monitoring of ESG considerations in ongoing risk management and portfolio monitoring.

By considering financially material ESG factors, we believe ESG integration can inform better long-term investment decision making and can help build stronger portfolios for our clients. We view ESG integration and stewardship as complementary practices working in tandem to encourage investing in a way that ultimately benefits clients. Our approach to ESG integration focuses on financial materiality, with the understanding that not all ESG factors are relevant to a particular investment, asset class or strategy. Below you will find our approach to ESG integration for a variety of our asset classes. Note, the method by which an investment group performs ESG integration is consistent across geographies.

As a global active manager using a variety of investment styles, we integrate financially material ESG metrics into the investment process of an investment group in a manner consistent with the underlying strategy, from the purely quantitative to those based on a combination of fundamental research and qualitative judgments. We define investment groups as investment teams which share a common investment process and ESG integration approach and common investment strategies. Because of the variety of actively managed investment strategies, types of investments and investment processes, financially material ESG metrics will differ across investment groups, and we do not mandate that each investment group implement ESG integration in the same way.

We also offer a growing range of products designed for clients who want to go beyond standard ESG integration and invest in products with more defined ESG characteristics or objectives. Nevertheless, we can make no assurance that the integration or security selection methodology used by our portfolio managers

and analysts will align with the individual beliefs or values of a particular client, nor that ESG integration will apply to every security in a client's portfolio. For further details on strategies that are ESG integrated, please reach out to your local JPMAM representative. ESG determinations may not be conclusive.

For more information on how we incorporate ESG considerations in our investment decision making processes, please refer to the 'ESG Integration at J.P. Morgan Asset Management' section of our [Investment Stewardship Report](#).

15. Proxy voting;

2024 highlighted the continued importance of using voting as an important lever of dispensing our stewardship responsibilities. High-profile topics including climate transition plans, succession planning processes, artificial intelligence, and appropriate compensation programs continued to remain at the forefront of investor minds.

In 2024, we also saw a continued increase in the number of resolutions requiring companies to stop undertaking particular actions or policies with respect to environmental, social, or governance issues. While these types of resolutions are not new, the nature of the themes is changing and increasingly encompasses company climate action plans, diversity programs, and other environmental and social topics. These topics, among others, have shaped a large part of the governance and related proxy voting work carried out by our investment and stewardship teams in 2024. We believe that the need to effectively use voting rights is important to encourage corporate practices that deliver long-term sustainable returns to shareholders.

An increase was seen again in 2024, from previous years, in the number of resolutions globally on environmental and social issues. We take seriously our responsibility to review all of these issues and carry out voting in a considered manner, using insights from our research and engagement with companies. Over 2024, we reviewed these environmental and social-related resolutions and supported those that aligned with our Investment Stewardship Priorities, where we believed voting in favor of such resolutions was in the best interests of our clients. However, if we found that the prescriptive nature of the resolution, particularly on some environmental issues, sought to micromanage companies and was not in our clients' best interests, we refrained from supporting these.

2024 saw a continued decline in support for environmental and social shareholder proposals at both JPMAM (percentage of proposals supported) and in the overall market. A Morningstar analysis of 2024 proxy season outcomes in the United States suggested that E&S shareholder support was 16% in 2024, compared to 19% in 2023, 28% in 2022, and 33% in 2021.

Our primary concern at all times is striving for the best economic interests of our clients and, as such, we vote in a manner that is intended to be beneficial to delivering the long-term value of the companies in which we invest. To facilitate this, we have established proxy voting guidelines covering global markets that are overseen by a network of regional proxy committees.

We strive to vote proxies at every meeting. However, we may not vote proxies for which we have voting discretion in certain instances including without limitation when we identify a material conflict of interest, when securities are out on loan and have not been recalled, in certain markets that have share blocking or other regulatory restrictions, when the proxy materials are not available in time for us to make a voting decision or cast a vote, or for certain non-U.S. securities positions if, in our judgement, the expense and administrative inconvenience or other burdens outweigh the benefits to clients of voting the securities.

In 2024, J.P. Morgan Asset Management voted on 97,739 proposals across 10,079 meetings and opposed management (either voting against or abstaining) approximately 9.5% of the time.

Our proxy voting policies and procedures are designed to vote in the best long-term interests of our clients. We have comprehensive proxy voting guidelines in each region, covering 1) North America; 2) Europe, the Middle East, Africa, Central America and South America; 3) Asia ex-Japan; and 4) Japan. These take into account good practice recommendations from the International Corporate Governance Network and the OECD (Organisation for Economic Co-operation and Development) along with local market best practice guidelines, among others.

Overall responsibility for the formulation of proxy voting guidelines rests with the regional Proxy Committees, whose role is to review JPMAM's proxy voting guidelines with respect to investee companies and to provide an escalation point for voting and corporate governance issues. The committees are composed of senior research analysts, portfolio managers, and members of the Investment Stewardship team, as well as legal, compliance, operations and risk specialists. The committees escalate to the J.P. Morgan Asset Management Investment Stewardship Oversight Committee (ISOC). Our Global Proxy Voting Guidelines can be found [here](#).

16. Collaborative engagements with other investors, including industry groups and associations;

Collaborative engagement is defined by JPMAM as when we have joint-dialogue alongside other institutional investors with investee companies on financially material issues. Such collaborative engagement can occur, for example, through

direct meetings with a company, via joint written communication to a company requesting more information on a given topic or investor calls.

Most of our engagements are one-on-one dialogues with companies, but there are cases where we also consider that collaborative engagements can be an effective way to impress upon companies common concerns shared by investors and understand individual company situations with respect to their exposure to financially material risks and opportunities and how these affect investor value. We find collaborative engagement to be effective when one-to-one engagement is not resulting in meaningful response and/or progress in the engagement over time.

The focus for us on collaborative engagement is no different to one-to-one engagement; it is to utilize our investor rights and meet our fiduciary duty to deliver the best long-term outcome for our clients. It is based on understanding risks that are financially material to investee companies and stating our expectations for the robust and rigorous management of such risks, so it does not harm investor value. This includes assessing how companies are taking advantage of competitive opportunities to innovate in response to consumer demand and regulatory requirements around the world.

More information about our collaborative engagement activities could be found in the [Global Investment Stewardship Report](#). (Page 13-14).

17. Policy advocacy including participation with industry groups and associations

As a global asset manager, we undertake policy engagement with regulators, governments, standard setters and non-governmental organizations, to advance effective disclosures and good governance by asset managers and other financial institutions. This includes engaging with policymakers and regulators directly and providing input to public consultations.

JPMAM belongs to a number of trade associations that advocate on financial services policy issues that are of importance to the organisation and our ability to manage assets on behalf of our clients. JPMAM's participation in these associations comes with the understanding that we may not always align with all their positions or those of its other members. Our decision-making is independent and we provide appropriate feedback on the efforts by these associations, including where there is misalignment between JPMAM's positions and trade association positions or activities. JPMAM maintains a prudent approach in selecting initiatives we will participate in or support, dedicating time and resources to areas where JPMAM can leverage its expertise to have a material influence and impact consistent with our fiduciary duties.

18. Client and stakeholder education

We view client and stakeholder education as a two-way and interactive process, taking the view that knowledge should be shared as far as possible. We offer a broad, internal education program to investment teams and client advisors, and this has gradually developed to encompass a comprehensive range of sustainable investing-related content.

This year we took part in a range of sustainable investing industry events, where we were able to engage with clients and stakeholders while also contributing to topical industry debates. JPMAM was a leading sponsor of PRI's annual conference in Toronto. There we were able to engage with clients from across the globe on the most pressing sustainable topics, from decarbonization to biodiversity to human capital. Here we hosted a dinner where 30 clients from eight different countries joined to share opportunities, challenges, and perspectives on the latest sustainable investing developments.

In 2024, we continued to produce sustainable investing-related content on a wide range of topics for our clients and end-beneficiaries. Our Sustainable Insights programme created 29 articles in 2024 across our client segments, which were distributed widely across regions. For example, we published two in-depth pieces of research; the first paper discusses 'Food systems: How investing in natural capital management can support food system sustainability'¹⁰⁶ and the second paper discusses physical climate risk in climate adaptation investing. In addition to this, JPMAM's Market Insights team produced a range of materials as part of our sustainable investing insights program. Topics this year included the ESG implications of elections, power generation, and carbon markets.

A full list of publications can be found in Appendix 1 of the latest Global Investment Stewardship Report.

Expectations from clients on communication and reporting on stewardship has rapidly evolved in recent years. We have provided clients with detailed reporting, especially in our equity investments for a number of years. The following documents are readily available on our website:

- Investment stewardship report.
- Voting policy and guidelines.
- Voting record.
- Conflicts of interest policy.
- Case studies on each of our six stewardship priorities.
- ESG fund reports for certain funds.

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JPMAM defines ESG integration as the systematic inclusion of financially material ESG factors (alongside other relevant factors) in investment analysis and investment decisions. In actively managed assets deemed by J.P. Morgan Asset Management to be ESG integrated under our governance process, we systematically assess financially material ESG factors including sustainability risks in our investment decisions with the goals of managing risk and improving long-term returns.

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