

# *Implementation Statement, covering the Scheme Year from 1 October 2024 to 30 September 2025 (the “Scheme Year”)*

The Trustees of the Taylor & Francis Group Pension and Life Assurance Scheme (the “Scheme”) are required to produce a yearly statement to set out how, and the extent to which, the Trustees have followed the voting and engagement policies in their Statement of Investment Principles (“SIP”) during the Scheme Year. This is provided in Section 1 below.

The Statement is also required to include a description of the voting behaviour during the Scheme Year by, and on behalf of, Trustees (including the most significant votes cast by Trustees or on their behalf) and state any use of the services of a proxy voter during that year. This is provided in Section 3 below.

In preparing the Statement, the Trustees have had regard to the [guidance](#) on Reporting on Stewardship and Other Topics through the Statement of Investment Principles and the Implementation Statement, issued by the Department for Work and Pensions (“DWP’s guidance”) in June 2022.

## **1. Introduction**

No changes were made to the voting and engagement policies in the SIP. The last time these policies were formally reviewed was 30 September 2025, on the final day of the Scheme Year, where these policies remained unchanged.

The Trustees have, in their opinion, followed the Scheme’s voting and engagement policies during the Scheme Year.

## **2. Voting and engagement**

The Trustees have delegated to the investment managers the exercise of rights attaching to investments, including voting rights, and engagement. Further information on the managers’ engagement and stewardship approaches can be found via the following links for each manager:

- [L&G AM](#)
- [Baillie Gifford](#)
- [Aegon](#)

The Trustees take ownership of the Scheme’s stewardship by monitoring and engaging with managers and escalating as necessary.

As part of its advice on the selection and ongoing review of the investment managers, the Scheme’s investment adviser, LCP, incorporates its assessment of the nature and effectiveness of managers’ approaches to voting and engagement.

Following the introduction of DWP’s guidance, the Trustees agreed to set stewardship priorities to focus monitoring and engagement with their investment managers on specific ESG factors. The Trustees selected Climate Change and Diversity, Equity and Inclusion as their stewardship priorities in December 2022.

In January 2025, the Trustees reviewed LCP’s Responsible Investment (“RI”) Survey scores for the Scheme’s investment managers. These scores covered the following categories:

- Approach to environmental, social and governance (ESG) issues
- Climate approaches, including net zero
- Engaging with companies
- Policy advocacy and systemic stewardship
- Voting (where applicable)

As a result, LCP, on behalf of the Trustees, reached out to L&G AM and Baillie Gifford to communicate their expectations for the managers going forward to help improve their RI practices.

In June 2025, the Trustees invested in a new pooled asset backed securities (“ABS”) fund, the Aegon European ABS Fund. In selecting and appointing this manager, the Trustee reviewed LCP’s RI assessment of Aegon.

The Trustees are conscious that responsible investment, including voting and engagement, is rapidly evolving and therefore expect most managers will have areas where they could improve. Therefore, the Trustees aim to have an ongoing dialogue with managers to clarify expectations and encourage improvements.

### 3. Description of voting behaviour during the Scheme Year

All of the Trustees’ holdings in listed equities are within pooled funds and the Trustees have delegated to their investment managers the exercise of voting rights. Therefore, the Trustees are not able to direct how votes are exercised and the Trustees have not used proxy voting services over the Scheme Year. However, the Trustees monitor managers’ voting and engagement behaviour on an annual basis and challenge managers where their activity has not been in line with the Trustees’ expectations.

In this section we have sought to include voting data in line with the Pensions and Lifetime Savings Association (PLSA) guidance, PLSA Vote Reporting template and DWP’s guidance, on the Scheme’s funds that hold equities as follows:

- Legal & General Asset Management (“L&G AM”):
  - Low Carbon Transition Global Equity Index Fund
  - Low Carbon Transition Global Equity Index Fund – GBP Hedged
- Baillie Gifford Defensive Growth Fund (formerly, the “Multi Asset Growth Fund”)

Note that the Scheme fully disinvested from the L&G AM Low Carbon Transition Global Equity Index Funds and Baillie Gifford Defensive Growth Fund in September 2025.

The Scheme held a small allocation (c0.5% of Scheme assets) to Partners Group Multi Asset Credit 2014. Some of the underlying assets may have included private equity holdings. Voting data has not been collected for this fund on the basis of materiality.

In addition to the above, the Trustees contacted the Scheme’s asset managers that do not hold listed equities, to ask if any of the assets held by the Scheme had voting opportunities over the Scheme Year. Aegon confirmed they had voting opportunities in the Aegon European ABS Fund, noting it is rare for the fund to have voting opportunities and in principle votes are related to technical adjustments of the transaction documentation, such as exercising derivative options or necessary language to comply with changing regulation.

None of the other funds that the Scheme invested in over the Scheme Year held any assets with voting opportunities.

#### 3.1 Description of the voting processes

For assets with voting rights, the Trustees rely on the voting policies which their managers have in place.

##### 3.1.1. L&G AM (relevant to all funds the Scheme invests in)

L&G’s voting and engagement activities are driven by ESG professionals and their assessment of the requirements in these areas seeks to achieve the best outcome for all its clients. L&G’s voting policies are reviewed annually and take into account feedback from its clients.

Every year, L&G holds a yearly stakeholder roundtable event where clients and other stakeholders (civil society, academia, the private sector and fellow investors) are invited to express their views directly to the members of the Investment Stewardship team. The views expressed by attendees during this event form a key consideration as L&G continues to develop its voting and engagement policies and define strategic priorities in the years ahead. L&G also takes into account client feedback received at regular meetings and/or ad-hoc comments or enquiries.

All decisions are made by L&G’s Investment Stewardship team and in accordance with its relevant Corporate Governance & Responsible Investment and Conflicts of Interest policy documents, which are reviewed annually. Each member of the team is allocated a specific sector globally so that the voting is undertaken by the same individuals who engage with the relevant company, with the aim of ensuring that its stewardship approach flows smoothly throughout the engagement and voting process and that engagement is fully integrated into the vote decision process, therefore sending consistent messaging to companies.

L&G’s Investment Stewardship team uses ISS’s ‘ProxyExchange’ electronic voting platform to electronically vote clients’ shares. All voting decisions are made by L&G and it does not outsource any part of the strategic decisions.

L&G's use of ISS recommendations is purely to augment its own research and proprietary ESG assessment tools. The Investment Stewardship team also uses the research reports of Institutional Voting Information Services to supplement the research reports that L&G receives from ISS for UK companies when making specific voting decisions.

To ensure L&G's proxy provider votes in accordance with its position on ESG, L&G has put in place a custom voting policy with specific voting instructions. These instructions apply to all markets globally and seek to uphold what L&G considers are minimum best practice standards which L&G believes all companies globally should observe, irrespective of local regulation or practice.

L&G retains the ability in all markets to override any vote decisions, which are based on its custom voting policy. This may happen where engagement with a specific company has provided additional information (for example from direct engagement, or explanation in the annual report) that allows L&G to apply a qualitative overlay to its voting judgement. L&G has strict monitoring controls to ensure its votes are fully and effectively executed in accordance with its voting policies by its service provider. This includes a regular manual check of the votes input into the platform, and an electronic alert service to inform L&G of rejected votes which require further action.

### **3.1.2. Baillie Gifford Defensive Growth Fund**

All voting decisions are made by Baillie Gifford's ESG team in conjunction with investment managers. Baillie Gifford does not regularly engage with clients prior to submitting votes, however if a segregated client has a specific view on a vote, then it will engage with them on this. If a vote is particularly contentious, Baillie Gifford may reach out to clients prior to voting to advise them of this or request them to recall any stock on loan.

Thoughtful voting of Baillie Gifford's clients' holdings is an integral part of its commitment to stewardship. Baillie Gifford believes that voting should be investment led, because how it votes is an important part of the long-term investment process, which is why its strong preference is to be given this responsibility by its clients. The ability to vote its clients' shares also strengthens its position when engaging with investee companies.

Baillie Gifford's ESG team oversees its voting analysis and execution in conjunction with its investment managers. Baillie Gifford does not outsource any part of the responsibility for voting to third-party suppliers. Baillie Gifford utilises research from proxy advisers for information only. Baillie Gifford analyses all meetings in-house in line with its ESG Principles and Guidelines and it endeavours to vote every one of its clients' holdings in all markets.

Whilst Baillie Gifford is cognisant of proxy advisers' voting recommendations (ISS and Glass Lewis), it does not delegate or outsource any of its stewardship activities or follow or rely upon recommendations when deciding how to vote on its clients' shares. All client voting decisions are made in-house, in line with its in-house policy and not with the proxy voting providers' policies.

### **3.1.3. Aegon European ABS Fund**

Aegon's policy is to vote in line with the mandate restrictions and in the best economic interest of the client. Investment decisions within the limits of the mandate restrictions are not consulted with clients beforehand. Aegon has not made use of proxy voting services of the Scheme year, as voting for ABS is rare and technical in nature.

### 3.2 Summary of voting behaviour

A summary of voting behaviour over the Scheme Year is provided in the table below.

	L&G Low Carbon Transition Global Equity Index Fund *	L&G Low Carbon Transition Global Equity Index Fund – GBP Hedged*	Baillie Gifford Defensive Growth Fund*	Aegon European ABS Fund*
Total size of fund at end of the Scheme Year	£6,991m	£1,373m	£549m	£7,512m
Value of Scheme assets at end of the Scheme Year (£ / % of total Scheme assets)	-	-	-	£1.9m / 10.1%
Number of equity holdings at end of the Scheme Year	2,747	88	0	
Number of meetings eligible to vote	4,702	61	ABS transactions are fully governed by the ABS transaction documentation. There are no meetings.	
Number of resolutions eligible to vote	47,522	799	5	
% of resolutions voted	>99%	98%	100%	
Of the resolutions on which voted, % voted with management	79%	96%	100%	
Of the resolutions on which voted, % voted against management	20%	4%	-	
Of the resolutions on which voted, % abstained from voting	1%	<1%	-	
Of the meetings in which the manager voted, % with at least one vote against management	60%	21%	-	
Of the resolutions on which the manager voted, % voted contrary to recommendation of proxy advisor	11%	N/A	N/A	

\* The Scheme fully disinvested from the L&G Low Carbon Transition Global Equity Index Funds and the Ballie Gifford Defensive Growth Fund on 24 September 2025 and 23 September 2025 respectively. The Scheme invested in the Aegon European ABS Fund on 9 June 2025. The managers were unable to provide summary data for the partial period during which the Scheme was invested during the reporting period. Therefore, the summary data provided in the table above for L&G and Ballie Gifford reflects voting behaviour for the managers across the full Scheme Year. For Aegon data is shown for the 3 months to 30 September 2025.

### 3.3 Most significant votes

Commentary on the most significant votes over the Scheme Year is set out below.

The Trustees did not inform their managers which votes they considered to be most significant in advance of those votes.

Given the large number of votes which are cast by managers during every Annual General Meeting season, the timescales over which voting takes place as well as the resource requirements necessary to allow this, the Trustees did not identify significant voting ahead of the reporting period. Instead, the Trustees have retrospectively created a shortlist of most significant votes by requesting each manager provide a shortlist of votes and suggested the managers could use the PLSA's criteria for creating this shortlist.

The Trustees have interpreted "significant votes" to mean those that:

- align with the Trustees' stewardship priorities;
- might have a material impact on future company performance;
- impact a material fund holding, although this would not be considered the only determinant of significance, rather it is an additional factor; or
- the subject of the resolution aligned with the investment manager's engagement priorities or key themes.

The Trustees have selected and reported on two of these significant votes per fund. If members wish to obtain more investment manager voting information, this is available upon request from the Trustees.

#### **L&G AM Low Carbon Transition Global Equity Index Fund (hedged and unhedged)**

##### **Alphabet Inc., 6 June 2025**

- **Summary of resolution:** Elect Director John L. Hennessy
- **Relevant stewardship priority:** Diversity, Equity, and Inclusion
- **Approx size of the holding at the date of the vote:** 1.2%
- **Why this vote is considered to be most significant:** L&G AM views gender diversity as a financially material issue for its clients, with implications for the assets it manages on their behalf. This resolution also relates to the Trustees' stewardship priority of Diversity, Equity and Inclusion.
- **Company management recommendation:** For.
- **Fund manager vote:** Against.
- **Rationale:** A vote against is applied as L&G expects a company to have at least one-third of women on the board.
- **Was the vote communicated to the company ahead of the vote:** Yes
- **Outcome of the vote and next steps:** Pass. L&G AM will continue to engage with its investee companies, publicly advocate its position on this issue and monitor company and market-level progress.

##### **The Toronto-Dominion Bank, 10 April 2025**

- **Summary of resolution:** Annual Energy Supply Ratio Disclosure
- **Relevant stewardship priority:** Climate Change
- **Approx size of the holding at the date of the vote:** 0.1%
- **Why this vote is considered to be most significant:** This shareholder resolution is considered significant due to the relatively high level of support received.
- **Company management recommendation:** For.
- **Fund manager vote:** For.

- **Rationale:** A vote in favour of this proposal is applied. L&G believe that banks and financial institutions have a significant role to play in shifting financing away from “brown” to funding the transition to “green”. L&G expects the company to be undertaking appropriate analysis and reporting on climate change matters, as they consider this issue to be a material risk to companies.
- **Was the vote communicated to the company ahead of the vote:** Yes
- **Outcome of the vote and next steps:** Fail. L&G will continue to engage with its investee companies, publicly advocate its position on this issue and monitor company and market-level progress.

### **Baillie Gifford Defensive Growth Fund**

#### **MP Material Corp., 10 June 2025**

- **Summary of resolution:** Elect Director(s)
- **Relevant stewardship priority:** N/A – none of Baillie Gifford’s provided significant votes were in relation to the Trustee’s stewardship priorities.
- **Approx size of the holding at the date of the vote:** 0.8%
- **Why this vote is considered to be most significant:** This is a material fund holding, and Baillie Gifford selected this vote because it received greater than 20% opposition.
- **Company management recommendation:** For.
- **Fund manager vote:** For
- **Rationale:** Baillie Gifford supported the election of all directors to the board as it was comfortable with the board’s current composition.
- **Was the vote communicated to the company ahead of the vote:** No
- **Outcome of the vote and next steps:** Pass. Baillie Gifford are aware that one proxy advisor was recommending withhold votes on three directors responsible for board governance due to the ongoing classified board structure. Baillie Gifford is currently comfortable with the company having this provision in place and as such were happy to support all director elections.

#### **Equinix Inc., 21 May 2025**

- **Summary of resolution:** Incentive Plan
- **Relevant stewardship priority:** N/A – none of Baillie Gifford’s shortlisted significant votes were in relation to the Trustee’s stewardship priorities.
- **Approx size of the holding at the date of the vote:** 0.6%
- **Why this vote is considered to be most significant:** This is a material fund holding, and Baillie Gifford selected this vote because it received greater than 20% opposition.
- **Company management recommendation:** For.
- **Fund manager vote:** For.
- **Rationale:** Baillie Gifford supported the incentive plan as it sees value in the strong incentive programme in the company for employee retention and incentivisation.
- **Was the vote communicated to the company ahead of the vote:** No
- **Outcome of the vote and next steps:** Pass. The request to amend the incentive plan received 40 per cent opposition from shareholders. While Baillie Gifford were comfortable with the conditions attached to the plan, it understands that one proxy advisor had recommended opposing the plan due to concerns with cost and levels of dilutions. Baillie Gifford will continue to assess the suitability of future incentive plans.

### **3.4 Votes in relation to assets other than listed equity**

#### **Aegon European ABS Fund**

The Trustee was comfortable that given the nature of the voting opportunities (as described in Section 3.1.3) none of the votes since the Scheme’s investment to the end of the Scheme Year were material enough, or relevant to selected stewardship priorities, to be considered a “most significant vote”.