

Shareholder Engagement Policy

Wealth Club Managed Portfolios

This document outlines Wealth Club's approach to Shareholder Engagement. It is required by Article 3g of the European Shareholder Rights Directive II (SRD II), as amended, and COBS 2.2B of the FCA Handbook. Wealth Club has adopted a proportionate approach.

An engagement policy should describe how an asset manager monitors investee companies on relevant matters, conducts dialogues with investee companies, exercises voting rights and other rights attached to shares, cooperates with other shareholders, communicates with relevant stakeholders of the investee companies and manages conflicts of interests.

MONITORING OF INVESTEE COMPANIES

Wealth Club Managed Portfolios are reviewed at least once a quarter. The review outlines the overall performance of the portfolio relative to its benchmark, key contributors and detractors, and relevant portfolio developments including any changes to the portfolio and general market activity. Investee companies are monitored so the Portfolio Manager can understand and make informed decisions on strategy, financial and non-financial performance and risk and capital structure.

For shares, investee companies are monitored via company results and trading statements, annual reports, webcasts, management/industry presentations and capital markets events. The Portfolio Manager may supplement this with third party research and meetings with company management or investor relations teams. Investee companies are assessed against a detailed checklist to assess the business and to provide a view on its cash generation and financial resilience. Prior to investing, the Portfolio Manager assesses the business model, competitive position, key risks, management and culture of an organisation. This typically includes a detailed financial history going back at least ten years. The checklist for each company is updated at least annually, so changes to any risk factors can be tracked.

Monitoring of investment trusts is done via company results and trading statements, regular interviews with the investment trust manager, and via monthly portfolio meetings, which includes quantitative analysis of investment trusts held by Wealth Club.

None of the portfolios have specific monitoring on matters of social and environmental impact and corporate governance.

DIALOGUE AND ESCALATION

A key part of the investment process is to assess the management and culture of companies, drawing on publicly available

materials such as annual reports. For shares other than investment trusts, the Portfolio Manager will consider public reviews from customers and current/former employees and, where appropriate, review information from meetings/dialogue with management.

If the Portfolio Manager considers material weaknesses exist in the management and culture of a company, the portfolio will not invest new money into a business. At the time of writing this policy, Wealth Club does not hold enough influence to be able to escalate matters with management of existing holdings. The Portfolio Manager believes an activist approach can be time consuming and distracting. For an existing holding, if new material weaknesses come to light, the position is expected to be sold.

VOTING RIGHTS AND OTHER RIGHTS ATTACHED TO SHARES

The Portfolio Manager expects to vote on mandatory corporate actions in the best interest of the underlying beneficial shareholders unless there is a plan to sell the company from the portfolio imminently. The Portfolio Manager will consider the specifics of each situation and apply considered judgement.

COOPERATION WITH OTHER SHAREHOLDERS

The Portfolio Manager is potentially limited by concert party rules however is open to cooperation with other shareholders, where this is likely to be in the best interests of investors.

COMMUNICATION WITH RELEVANT STAKEHOLDERS

For shares, the Portfolio Manager has reasonable access to management, in some cases through direct relationships and in other cases through corporate brokers such as Numis and RMS Partners, which act on behalf of a company.

Access to other stakeholders is limited,

however for many companies there is a wealth of information online (e.g. customer and employee review websites), which the Portfolio Manager will draw on where appropriate, along with third party research.

MANAGING CONFLICTS OF INTEREST

Wealth Club has a company-wide policy on Conflicts of Interest and Personal Account Dealing. All employees are required to comply with these policies, and we have in place arrangements to prevent or manage any conflicts identified. A copy of our conflicts policy is available to clients on request.

DISCLOSURE

This document is dated February 2024 and will be reviewed and updated on at least an annual basis.