



# LANDIS GRINDING SYSTEMS PENSION FUND

ANNUAL REPORT

YEAR ENDED 5 APRIL 2023

SCHEME REGISTRATION NUMBER: 10273536

## LANDIS GRINDING SYSTEMS PENSION FUND CONTENTS

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## LANDIS GRINDING SYSTEMS PENSION FUND

### TRUSTEES AND THEIR ADVISERS

### FOR THE YEAR ENDED 5 APRIL 2023

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#### **Trustees**

BESTrustees Limited – represented by Ann Rigby (Employer-Appointed) (Chair)  
Anthony Howarth (Member-Nominated)  
Philip Snowden (Employer-Appointed)

#### **Secretary to the Trustees**

Jay Solanki  
Isio Group Limited (formerly Premier Pensions Management Ltd)  
AMP House  
Dingwall Road  
Croydon  
CR0 2LX

#### **Principal Employer**

Fives Landis Limited  
Eastburn Works  
Skipton Road  
Cross Hills  
Keighley  
BD20 7SD

#### **Plan Actuary**

David Jarman  
Isio Group Limited (formerly Premier Pensions Management Ltd)  
AMP House  
Dingwall Road  
Croydon  
CR0 2LX

#### **Plan Administrator**

Isio Group Limited (formerly Premier Pensions Management Ltd)  
AMP House  
Dingwall Road  
Croydon  
CR0 2LX

#### **Independent Auditor**

Nortons Assurance Limited  
Second Floor  
NOW Building  
Thames Valley Park  
Reading  
Berkshire  
RG6 1RB

#### **Bank**

Clydesdale Bank PLC (trading as Virgin Money)  
48-50 Market Street  
Manchester  
M1 1PW

**LANDIS GRINDING SYSTEMS PENSION FUND**  
**TRUSTEES AND THEIR ADVISERS**  
**FOR THE YEAR ENDED 5 APRIL 2023**

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**Fiduciary Investment Manager**

Schroders Solutions (formerly River & Mercantile Solutions)  
1 Wall Place  
London  
EC2Y 5AU

Aon Solutions UK Limited (appointed 31 August 2022)  
The Aon Centre  
The Leadenhall Building  
122 Leadenhall Street  
London  
EC3V 4AN

**Legal Adviser**

Field Fisher  
Riverbank House  
2 Swan Lake  
London  
EC4R 3TT

**Custodian**

CACEIS  
Broadwalk House  
5 Appold Street  
London  
EC2A 2AG

The Bank of New York Mellon SA/NV (appointed 9 December 2022)  
Riverside Two  
Sir John Rogerson's Quay  
Grand Canal Dock  
Dublin 2  
Ireland

**Insurance Policy Provider**

Legal and General  
PO Box 6080  
Wolverhampton  
WV1 9RB

**Enquiries**

Isio Group Limited (formerly Premier Pensions Management Ltd)  
AMP House  
Dingwall Road  
Croydon  
CR0 2LX

Email: Landisclient@isio.com

## LANDIS GRINDING SYSTEMS PENSION FUND

### TRUSTEES REPORT

### FOR THE YEAR ENDED 5 APRIL 2023

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#### INTRODUCTION

The Trustees of the Landis Grinding Systems Pension Fund (the "Plan") are pleased to present their report together with the financial statements for the year ended 5 April 2023. The Plan is a defined benefit scheme.

The Plan was established on 1 July 2005 and is governed by a definitive trust deed dated 30 June 2006.

With effect from 5 April 2008 the Plan became a Career Average Revalued Earnings ("CARE") Scheme in relation to future service. The past service benefits were calculated as at 5 April 2008 using Final Pensionable Salary as at 6 April 2008. The Plan was closed to new entrants with effect from 30 April 2012. The Plan has also been closed for future accrual with effect from November 2013. There is now a new category of Employed Deferred membership which consists of Fives Landis Limited employees who are no longer accruing benefits due to the closure of the Plan.

#### Management of the Plan

A list of Trustees is on page 1.

Under the Pensions Act 2004, from 6 April 2006, scheme trustees (including those whose Sponsoring Employers opted out of the 1996 Member-Nominated Trustee requirements) are required to ensure that at least one third of trustees are nominated and selected by the members.

The Member-Nominated Trustee may be removed before the end of their three-year term only by agreement of the remaining Trustees, although their appointment ceases if they cease to be a member of the Plan.

In accordance with the trust deed, the Principal Employer, Fives Landis Limited, has the power to appoint and remove the other Trustees of the Plan.

Further information about the Plan is given in the explanatory booklets, which are issued to all relevant members.

During the year, four Trustee Meetings were held.

#### Governance and Risk Management

The Trustees have in place a risk register and business plan that sets out their objectives in areas such as administration, investment, funding and communication. This, together with a list of the main priorities and timetable for completion, helps the Trustees run the Plan efficiently and serves as a useful reference document.

#### Trustee Knowledge and Understanding

The Pensions Act 2004 requires Trustees to have sufficient knowledge and understanding of pensions and trust law and be conversant with the Plan documentation. The Pensions Regulator has published a Code of Practice on Trustee Knowledge and Understanding, to assist trustees on this matter, which became effective from 6 April 2006. The Trustees receive regular training and have agreed a training plan. This enables the Trustees to meet the Trustee Knowledge and Understanding requirements.

#### Calculation of Transfer Values

No allowance is made in the calculation of transfer values for discretionary pension increases.

## LANDIS GRINDING SYSTEMS PENSION FUND

### TRUSTEES REPORT

### FOR THE YEAR ENDED 5 APRIL 2023

#### MEMBERSHIP

Details of the Plan's membership for the year ended 5 April are given below:

	<b>Total 2023</b>	<i>Total 2022</i>
<b>PENSIONERS</b>		
Pensioners at the start of the year	106	100
Adjustments	(2)	1
Retirements	4	5
New spouses and dependents	1	-
Deaths	(2)	-
<b>Pensioners at the end of the year</b>	<b>107</b>	<i>106</i>
<b>MEMBERS WITH DEFERRED BENEFITS</b>		
Members with deferred benefits at the start of the year	157	163
Adjustments	(2)	
Retirements	(4)	(5)
Transfers out	-	(1)
<b>Members with deferred benefits at the end of the year</b>	<b>151</b>	<i>157</i>
<b>TOTAL MEMBERSHIP AT THE END OF THE YEAR</b>	<b>258</b>	<i>263</i>

Deferred members at the year end included Employed Deferred members totalling 84 (2022: 84).

These membership figures do not include movements notified to the Plan Administrator after the completion of the annual renewal. The adjustments relate to late notifications of member movements.

Included in the above are 3 (2022: 3) pensioners whose benefits are provided by annuities.

#### Financial Development of the Plan

The financial statements on pages 17 to 30 have been prepared and audited in accordance with the Regulations made under Sections 41 (1) and (6) of the Pensions Act 1995. They show that the value of the Plan has decreased from £43,295,126 at 5 April 2022 to £24,976,635 as at 5 April 2023.

#### Pension Increases

The increases for pensions in payment on 1 April were as follows:

	<b>2023 %</b>	<i>2022 %</i>
GMP for service after 5 April 1988:	3.0	3.0
Pension relating to service after 6 April 1997:	5.0	3.1
Pensions relating to service after 6 April 2007:	2.5	2.5

No increase was applied to the Guaranteed Minimum Pension earned in respect of service before April 1988 since this pension is increased separately by the State. Increases calculated in this manner are guaranteed. No discretionary increases were made during the year.



## LANDIS GRINDING SYSTEMS PENSION FUND

### TRUSTEES REPORT

### FOR THE YEAR ENDED 5 APRIL 2023

#### REPORT ON ACTUARIAL LIABILITIES

Under Section 222 of the Pensions Act 2004, every scheme is subject to the Statutory Funding Objective, which is to have sufficient and appropriate assets to cover its technical provisions. The technical provisions represent the present value of the benefits members are entitled to based on pensionable service to the valuation date. This is assessed using the assumptions agreed between the Trustees and the Employer and set out in the Statement of Funding Principles, which is available to Plan members on request.

A summary of the funding position as at 5 April 2020, the date of the latest actuarial valuation of the Plan, showed the following:

	£m
Value of liabilities:	(59.9)
Value of assets:	38.0
Funding deficit:	(21.9)
Funding level:	63%

If the Employer goes out of business or decides to stop contributing to the Plan, the Plan may be "wound up" and the Employer would be required to pay additional money to buy all members' benefits from an insurance company. The comparison of the Plan's assets to the cost of buying the benefits from an insurance company is known as the "buy-out position". A pension scheme's buy-out position will often show a larger shortfall than the standard actuarial valuation as insurers are obliged to take a very cautious view of the future, and they also seek to make a profit.

The actuarial valuation at 5 April 2020 showed that the Plan's assets would not have been enough to buy all members' benefits from an insurance company, as the "buy-out position" at that date was:

	£m
Estimated cost of buying benefits with an insurance company:	(89.7)
Value of assets:	38.0
Buy-out position deficit:	(51.7)
Funding level:	42%

This does not mean that the Employer is thinking of winding up the Plan. The fact that there was a shortfall at the last valuation has not affected the pensions being paid from the Plan and all members who have retired have received the full amount of their pension.

It is worth remembering that a valuation is just a "snap shot" of the Plan's funding position, and it can change considerably if there are sudden changes in share prices, gilt yields, or members live longer than expected.

#### Method

The actuarial method used in the calculation of the technical provisions is the Defined Accrued Benefits Method.

## LANDIS GRINDING SYSTEMS PENSION FUND

### TRUSTEES REPORT

### FOR THE YEAR ENDED 5 APRIL 2023

#### REPORT ON ACTUARIAL LIABILITIES (CONTINUED)

##### Significant Actuarial Assumptions

The key assumptions used for calculating the technical provisions as at 5 April 2020, and future contribution requirement for the Plan were:

Financial Assumptions Non-Pensioners	
<b>Discount Rate:</b>	
Pre-Retirement	1.85% p.a.
Post-retirement	1.35% p.a.
<b>Price inflation:</b>	
Retail Prices Index (RPI) Inflation	2.95% p.a.
Consumer Price Index (CPI) Inflation	RPI less 0.7% p.a. 2.25% p.a.
<b>Pension increases in payment:</b>	
Post 1997 and Pre 2007 accruals	2.25% p.a.
Post 2007 accruals	1.95% p.a.
Demographic Assumptions	
Mortality – base table	Base table: S3PxA Allowance for future improvements: CMI_2019
Financial Assumptions Pensioners	
<b>Discount Rate:</b>	
Post-retirement	1.10% p.a.
<b>Price inflation:</b>	
Retail Prices Index (RPI) Inflation	3.15% p.a.
Consumer Price Index (CPI) Inflation	RPI less 0.7% p.a. 2.45% p.a.
<b>Pension increases in payment:</b>	
Post 1997 and Pre 2007 accruals	2.45% p.a.
Post 2007 accruals	2.5% p.a.
Demographic Assumptions	
Mortality – base table	Base table: S3PxA Allowance for future improvements: CMI_2019

##### Recovery Plan

The Trustees and Employer have agreed the following Recovery Plan that will make good the deficit over a period of 12 years and 4 months from the valuation date, ending on 31 August 2032:

- Contributions of £126,600 per month between 1 April 2020 and 31 March 2021.
- Contributions of £131,411 per month between 1 April 2021 and 30 June 2021.
- Contributions of £83,333 per month between 1 July 2021 and 30 June 2024.
- Contributions of £125,000 per month payable from 1 July 2024 to 31 August 2032 (inclusive), increasing by 3% p.a. each April.

The agreed Recovery Plan allowed for an improved funding position, taking into account of factors post the effective date of the valuation, when the estimated funding position as at 5 April 2021 had improved from a deficit of £21.9m to a deficit of £14.8m.

The Actuarial Certificate in relation to the Schedule of Contributions is shown on page 31 of the Annual Report.

The next full valuation is due as at 5 April 2023.



## LANDIS GRINDING SYSTEMS PENSION FUND

### TRUSTEES REPORT

### FOR THE YEAR ENDED 5 APRIL 2023

#### INVESTMENT MATTERS

##### Fiduciary Investment Manager

During the Fund year, the Trustees appointed a new Fiduciary Investment Manager, Aon Investments Limited (AIL), following a competitive tender process. AIL replaced the Fund's previous Fiduciary Investment Manager, Schroders Solutions ("Schroders").

AIL manages the Fund's assets and investments and agreed an Investment Management Agreement ("IMA"). The investment objective is set out in the IMA and AIL have been given the discretion to make the day-to-day decisions to invest the assets in an appropriate way to meet the investment objective.

In addition, the Trustees have appointed BNY Mellon as custodian of the Fund's assets.

##### Investment Strategy & Objective

During the year, the Fund was transferring its assets to AIL from its incumbent fiduciary manager Schroders, therefore assets were invested with both managers.

The allocation between the two managers as at 5 April 2023 was as follows:

<b>Fiduciary Manager</b>	<b>Value</b>	<b>%</b>
AIL	19,893,036	82.7
Schroders	4,166,140	17.3
<b>Total</b>	<b>24,059,176</b>	<b>100.0</b>

There were changes to the investment strategy as a result of market events in September / October 2022 and as part of the onboarding with AIL. The previous strategy with Schroders included a return target of Gilts +2.6% p.a. and target hedging of 85% of the Fund's liabilities. As a result of market events during September / October 2022 when gilt yields rose significantly, the level of interest rate and inflation hedging was reduced several times, resulting in hedging of 55% of the Fund's liabilities. This was to ensure that the Fund retained sufficiently liquidity to be able to meet operational requirements.

The investment objectives for the Fund with its new fiduciary manager, AIL, are as follows:

- Outperform the Liability Benchmark by 1.6% p.a. (net of fees) over rolling three-year periods.
- Target interest rate and inflation hedge ratios of 100% of assets (scaled to the market value of the assets in the Main Sub-Portfolio).

The Trustees determine their investment strategy after taking advice from a professional investment adviser.

The Fund has an allocation to a growth portfolio ("the Growth Portfolio") and allocation to liability matching funds ("the Matching Portfolio") based on gilts. Within the Main Sub-Portfolio structure:

- The allocation to the Growth Portfolio is set so that the expected return, together with the planned contributions is expected to be sufficient to meet the funding objectives by the target date. The Growth Portfolio is well diversified and is managed actively between asset classes.
- The Matching Portfolio's asset profile is selected to provide protection against movements in interest rates and inflation. The Matching Portfolio is tailored to match the Fund's liability cash flows as far as is practically possible and AIL will choose the matching instruments as appropriate.

The Trustees delegate responsibility for managing their asset allocation within the Main Sub-Portfolio to AIL.

In addition, there is a Non-Discretionary Sub-Portfolio where some illiquid assets from Schroders will be transferred and re-registered. There is no benchmark or investment objective set for this portfolio.

The Trustees review their investment strategy in conjunction with each formal actuarial valuation of the Fund (or more frequently should the circumstances of the Fund change in a material way). The Trustees take written advice from their professional advisers regarding an appropriate investment strategy for the Fund.

## LANDIS GRINDING SYSTEMS PENSION FUND

### TRUSTEES REPORT

### FOR THE YEAR ENDED 5 APRIL 2023

#### Investment Performance

As at 5 April 2023, the Fund was not fully invested with AIL and was in the process of transferring its assets from the incumbent fiduciary manager, Schroders. Performance monitoring for AIL began from 28 April 2023.

The table below details the performance of the Fund, reflective of the portfolio held with Schroders, for periods ending 5 April 2023.

	1 year (%)	3 years (%) p.a.)	5 years (%) p.a.)
The Fund	-41.5	-12.3	-5.8
Target Return	n/a	n/a	n/a

*Source: Schroders Solutions. Returns are net of fees. Returns for periods in excess of one year are annualised.*

Global equities generated negative returns over the last twelve months, suffering a sharp sell-off over the first six months, as geopolitical risk continued to take centre stage with Russia's ongoing invasion of Ukraine and central banks sharply tightening monetary policy in response to elevated inflationary pressures. However, equity markets recouped more than half of the losses over the last six months of the year as markets felt confident that a deep recession would be avoided, and investor concerns on tighter monetary policy abated.

Significant volatility in the gilt market occurred following the UK's 'mini-budget' in September, affecting many UK Funds using leveraged liability-driven investments (LDI). The resulting collateral calls were met by forced selling of gilts, swaps, and credit. The Bank of England (BoE) subsequently intervened to restore normal market function.

UK prime minister Liz Truss resigned after her forty-nine-day premiership and became the shortest-serving prime minister in Britain's history. Before resigning, Truss sacked chancellor Kwasi Kwarteng. Former chancellor Rishi Sunak was sworn in as the new UK prime minister.

In the US, Silicon Valley Bank (SVB) entered receivership with the Federal Deposit Insurance Corporation (FDIC) on 10 March 2023, with the regulator citing inadequate liquidity and solvency protection. SVB was the 16th largest bank in the US and represents the largest failure of a bank since the Global Financial Crisis. US Treasury Secretary Yellen approved actions that will enable the FDIC to resolve SVB in a way that fully protects all depositors. Shareholders and certain unsecured debt holders were not protected. The Fed also launched a new programme called the "Bank Term Funding Program" which will provide \$25 billion of liquidity should banks require it.

Shortly after SVB's demise, investor concerns regarding Credit Suisse accelerated amidst reports that its top shareholder had ruled out further funding. UBS later agreed to buy Credit Suisse for \$3.25bn at CHF0.76 per share on 19 March 2023, representing a significant discount to its pre-crisis share price, after Swiss regulators urgently stepped in to broker a deal. The Swiss National Bank has offered a CHF100bn liquidity line as part of the deal and the government will provide a loss guarantee of up to CHF9bn after UBS takes on the first CHF5bn of losses on certain assets. Under the deal's terms, CHF16bn of Credit Suisse's additional tier 1 capital bonds are being written off to zero.

## LANDIS GRINDING SYSTEMS PENSION FUND

### TRUSTEES REPORT

### FOR THE YEAR ENDED 5 APRIL 2023

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#### Investment Performance (continued)

UK prime minister Rishi Sunak and the European Commission President Ursula von der Leyen announced a new post-Brexit deal on Northern Ireland under the "Windsor Framework" on 27 February 2023. The agreement aims to ease trade barriers between Northern Ireland and the rest of the UK. The UK Parliament passed a vote on the deal on 22 March 2023 after Sunak gathered the support of some Democratic Unionist Party and Eurosceptic Tory members of parliament. The UK announced a deal to join the Comprehensive and Progressive Agreement for Trans-Pacific Partnership on 31 March 2023, becoming the first nation to join the group since its establishment in 2018. Current members of the group include Australia, Canada, Japan, and Mexico, amongst seven other countries. The UK government estimates that the agreement will increase UK GDP by only around 0.08% in the next 10 years.

Geopolitical tension remained elevated. In June 2022, the European Union (EU) agreed to implement the sixth package of sanctions on Russia. The package includes removing Sberbank, Russia's largest bank, from the SWIFT cross-border payment system and a ban on sea-borne oil purchases from Russia, which is almost two-thirds of Europe's imports from Russia. In September 2022, the Russia-Ukraine conflict escalated after Moscow announced the annexation of four regions in south-eastern Ukraine - Donetsk, Luhansk, Kherson, and Zaporizhzhia. President Vladimir Putin vowed to use "all the means" to defend the annexed territories. The European Union (EU) decided to implement a price cap on seaborne Russian oil while the US imposed sanctions on the governor of Russia's central bank. The US unveiled its plans to impose fresh sanctions on more than 200 entities throughout Europe, Asia, and the Middle East "that are supporting Russia's war effort" in February 2023. Russian President Vladimir Putin announced on 21 February 2023 that Russia would suspend its nuclear weapons treaty with the US and also unveiled its plans to deploy tactical nuclear weapons in Belarus by July in March 2023. Russia cut oil production by 500,000 barrels a day in response to a price cap imposed by Western nations. Elsewhere, the US imposed a ban on five Chinese entities from acquiring US technology and put 28 Chinese groups allegedly in breach of US sanctions on a trade blacklist. In a series of coordinated actions following a G7 meeting in February 2023, the UK also announced sanctions on selected Chinese entities, whilst the EU and Japan finalised similar trade bans. US-China trade tensions saw further escalation as Japan and the Netherlands entered into a trilateral agreement with the US that restricts exports of chip manufacturing tools to China. The agreement is designed to hinder the Chinese military's ability to develop advanced weapons.

Over the last year, the BoE raised its benchmark interest rate cumulatively by 350bps to 4.25%. The BoE noted that the need for further monetary policy tightening would depend on future evidence concerning the persistence of price pressures. Meanwhile, the BoE became the first major central bank to actively start to unwind quantitative easing as it sold £750mn of government bonds in November 2022. The US Federal Reserve (Fed) increased its benchmark interest rate by 450bps to a range of 4.75%-5%, the highest level since 2007. In Q1 2023, the Federal Open Market Committee (FOMC) dropped its previous warning that "ongoing increases" would be needed to bring soaring inflation under control, instead noting that "some additional policy firming may be appropriate". The European Central Bank (ECB) raised its deposit rates by 350bps to 3.0% over the year, its highest level in 14 years. The ECB announced plans to start shrinking the €5tn of bonds it purchased over the last eight years from March 2023.

## LANDIS GRINDING SYSTEMS PENSION FUND

### TRUSTEES REPORT

### FOR THE YEAR ENDED 5 APRIL 2023

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#### Investment Performance (continued)

The UK gilt curve rose across all maturities over the year as inflationary concerns drove yields higher. In September 2022, the BoE temporarily announced an emergency £65bn bond-buying programme to stabilise the government debt market after an unexpected expansionary fiscal package was announced. The package increased investor concern over the sustainability of public finances, resulting in a considerable spike in yields. The sharpness of the sell-off was exacerbated by the forced unwinding of LDI positions, as UK pension Funds worked to provide collateral to LDI managers following sharp yield increases. However, in the fourth quarter, yields fell back across the curve following a government U-turn on fiscal policy and Liz Truss' resignation as prime minister. Later, in Q1 2023, the UK nominal gilt curve fell across all maturities except for the shortest end of the curve, as markets priced in additional rate increases in the immediate future but a lower terminal rate thereafter. Overall, according to FTSE All-Stocks indices, UK fixed-interest gilts fell by 16.3% and index-linked gilts fell by 26.7% over the last twelve months.

Credit markets declined over the past twelve months. UK investment-grade credit spreads (the difference between corporate and government bond yields), based on the iBoxx Sterling Non-Gilt Index, widened by 37bps to 167bps. The index declined 10.2% as rising gilt yields and widening spreads outweighed the income yield.

Sterling ended the twelve months 2.6% lower on a trade-weighted basis.

#### Statement of Investment Principles

The Trustees have produced a Statement of Investment Principles ("SIP") in accordance with Section 35 of the Pensions Act 1995, dated April 2023. A copy of the Statement is available on request and is published: <https://www.landis.yourpremier.co.uk/explore#document-centre>

#### Employer-Related Investments

There were no Employer-related investments during the year.

#### Investment Management Expenses

Investment management expenses are met by the Plan.

## LANDIS GRINDING SYSTEMS PENSION FUND

### TRUSTEES REPORT

### FOR THE YEAR ENDED 5 APRIL 2023

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#### COMPLIANCE

##### **Data Protection**

The Trustees are registered as Data Controllers within the meaning of GDPR guidelines (formerly under the Data Protection Act 1998) to hold such information as is necessary for the management of the Plan. Premier Pensions Management Ltd is registered as a Data Processor under GDPR guidelines (formerly under the Act).

##### **The Pensions Regulator**

The statutory body that regulates occupational pension schemes is the Pensions Regulator and can be contacted at:

The Pensions Regulator  
Napier House  
Trafalgar Place  
Brighton  
BN1 4DW

Telephone: 0345 600 1101  
Email: [customersupport@tpr.gov.uk](mailto:customersupport@tpr.gov.uk)  
Website: [www.thepensionsregulator.gov.uk](http://www.thepensionsregulator.gov.uk)

##### **The Pension Tracing Service**

A pension tracing service is carried out by the Department for Work and Pensions. This service can be contacted as follows:

Pension Tracing Service  
Post Handling Site A  
Wolverhampton  
WV98 1AF

Telephone: 0800 731 0193  
Website: [www.thepensionsservice.gov.uk](http://www.thepensionsservice.gov.uk)

##### **MoneyHelper**

For any general enquiries on their pensions, members can contact the MoneyHelper Service. A local advisor can usually be contacted through a Citizen's Advice Bureau. Alternatively, the Service can be contacted at:

MoneyHelper  
120 Holborn  
London  
EC1N 2TD

Telephone: 0800 011 3797  
Email: [contact.pensionwise@moneyhelper.org.uk](mailto:contact.pensionwise@moneyhelper.org.uk)  
Website: [www.moneyhelper.org.uk](http://www.moneyhelper.org.uk)

## LANDIS GRINDING SYSTEMS PENSION FUND

### TRUSTEES REPORT

### FOR THE YEAR ENDED 5 APRIL 2023

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#### COMPLIANCE (CONTINUED)

##### **The Pensions Ombudsman**

Any concerns connected with the Plan should be referred to Isio Group Limited, AMP House, Dingwall Road, Croydon, CR0 2LX as quickly as possible. Members and beneficiaries of pension schemes who have problems concerning their Plan which are not satisfied by the information or explanation given by the administrators or the Trustees can consult with The Pensions Ombudsman. The address is:

Pensions Ombudsman  
10 South Colonnade  
Canary Wharf  
London  
E14 4PU

Telephone: 0800 917 4487

Email: [enquiries@pensions-ombudsman.org.uk](mailto:enquiries@pensions-ombudsman.org.uk)

Website: [www.pensions-ombudsman.org.uk](http://www.pensions-ombudsman.org.uk)

##### **Enquiries**

Members can obtain information about their own pension benefits, copies of the Plan's governing documentation or further information about the Plan by contacting:

Landis Grinding Systems Pension Fund  
Isio Group Limited (formerly Premier Pensions Management Ltd)  
AMP House  
Dingwall Road  
Croydon  
CR0 2LX

Telephone: 0800 122 3200

Email: [Landisclient@isio.com](mailto:Landisclient@isio.com)



## LANDIS GRINDING SYSTEMS PENSION FUND

### TRUSTEES REPORT

### FOR THE YEAR ENDED 5 APRIL 2023

#### Statement of Trustee's Responsibilities

The financial statements, which are prepared in accordance with UK Generally Accepted Accounting Practice, including the Financial Reporting Standard applicable in the UK (FRS 102) are the responsibility of the Trustees. Pension scheme regulations require, and the Trustees are responsible for ensuring, that those financial statements:

- show a true and fair view of the financial transactions of the Plan during the Plan year and of the amount and disposition at the end of the Plan year of its assets and liabilities, other than liabilities to pay pensions and benefits after the end of the Plan year; and
- contain the information specified in Regulation 3A of the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996, including making a statement whether the financial statements have been prepared in accordance with the relevant financial reporting framework applicable to occupational pension schemes.

In discharging the above responsibilities, the Trustees are responsible for selecting suitable accounting policies, to be applied consistently, making any estimates and judgments on a prudent and reasonable basis, and for the preparation of the financial statements on a going concern basis unless it is inappropriate to presume that the Plan will not be wound up.


The Trustees are also responsible for making available certain other information about the Plan in the form of an annual report.

The Trustees also have a general responsibility for ensuring that adequate accounting records are kept and for taking such steps as are reasonably open to them to safeguard the assets of the Plan and to prevent and detect fraud and other irregularities, including the maintenance of an appropriate system of internal control.


The Trustees are responsible under pensions legislation for preparing, maintaining and from time to time reviewing and if necessary, revising a Schedule of Contributions showing the rates of contributions payable towards the Plan by or on behalf of the Employer and the dates on or before which such contributions are to be paid. The Trustees are also responsible for keeping records in respect of contributions received and for adopting risk-based processes to monitor whether contributions are made to the Plan by the Employer in accordance with the Schedule of Contributions. Where breaches of the schedule occur, the Trustees are required by the Pensions Acts 1995 and 2004 to consider making reports to The Pensions Regulator and the members.

#### Approval

The Trustees' Report was approved by the Trustees and signed on their behalf by:

DocuSigned by:  
  
 D690ADDE9CB5409...  
 Trustee

Date: 02-11-2023

DocuSigned by:  
  
 C9AF89D7A1A444F...  
 Trustee

Date: 02-11-2023

## LANDIS GRINDING SYSTEMS PENSION FUND

### INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEE FOR THE YEAR ENDED 5 APRIL 2023

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#### Opinion

We have audited the financial statements of the Landis Grinding Systems Pension Fund for the year ended 5 April 2023, which comprise the Fund account, the Statement of Net Assets (Available for Benefits) and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

In our opinion the financial statements:

- show a true and fair view of the financial transactions of the Plan during the year ended 5 April 2023 and of the amount and disposition at that date of its assets and liabilities, other than liabilities to pay pensions and benefits after the end of the year;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- contain the information specified in Regulation 3A of the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996, made under the Pensions Act 1995.

#### Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Plan in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Conclusions Relating to Going Concern

In auditing the financial statements, we have concluded that the Trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Plan's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the Trustees with respect to going concern are described in the relevant sections of this report.

#### Other Information

The other information comprises the information included in the Annual Report, other than the financial statements and our Auditor's Report thereon. The Trustees are responsible for the other information.

Our opinion on the financial statements does not cover the information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

## LANDIS GRINDING SYSTEMS PENSION FUND

### INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEE

### FOR THE YEAR ENDED 5 APRIL 2023

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#### Responsibilities of Trustees

As explained more fully in the Trustees' Responsibilities Statement on page 13, the Trustees are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Trustees are responsible for assessing the Plan's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Trustees either intend to liquidate the Plan or to cease operations, or have no realistic alternative but to do so.

#### Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditor's Report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

The extent to which the audit was considered capable of detecting irregularities including fraud:

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- we identified the laws and regulations applicable to the Plan through discussions with the Trustees and other management, and from our knowledge and experience of pension schemes;
- we focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the Plan, including the Pensions Act 1995;
- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of the Trustees; and
- identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

We assessed the susceptibility of the Plan's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- making enquiries of the Trustees as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions; and
- investigated the rationale behind significant or unusual transactions.

## LANDIS GRINDING SYSTEMS PENSION FUND

### INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEE FOR THE YEAR ENDED 5 APRIL 2023

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;
- reading the minutes of Trustees meetings;
- enquiring of the Trustees as to actual and potential litigation and claims; and
- reviewing correspondence with the Pensions Regulator.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the Trustees and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). The description forms part of our Auditor's Report.

#### Use of Our Report

This report is made solely to the Plan's Trustees, as a body, in accordance with Regulation 3 of the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996, made under the Pensions Act 1995. Our audit work has been undertaken so that we might state to the Plan's Trustees those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Plan and the Plan's Trustees as a body, for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:

*Nortons Assurance Limited*

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**Nortons Assurance Limited**

Statutory Auditor

Reading

Date: 02-11-2023

**LANDIS GRINDING SYSTEMS PENSION FUND**  
**FUND ACCOUNT**  
**FOR THE YEAR ENDED 5 APRIL 2023**

	Notes	2023 £	2022 £
<b>Contributions and Benefits</b>			
Employer contributions	4	1,214,556	1,355,547
Other income	5	21,880	1,014
		<u>1,236,436</u>	<u>1,356,561</u>
Benefits paid or payable	6	(1,186,978)	(1,187,083)
Payments to and on account of leavers	7	-	(454,100)
Administrative expenses	8	(303,642)	(301,601)
		<u>(1,490,620)</u>	<u>(1,942,784)</u>
<b>Net Withdrawals from Dealings with Members</b>		<u>(254,184)</u>	<u>(586,223)</u>
<b>Returns on Investments</b>			
Investment management expenses	9	(156,328)	(186,559)
Investment income	10	267,963	316,317
Change in market value of investments	11	(18,175,942)	1,782,586
<b>Net Returns on Investments</b>		<u>(18,064,307)</u>	<u>1,912,344</u>
<b>Net (Decrease)/Increase in the Fund</b>		<u>(18,318,491)</u>	<u>1,326,121</u>
<b>Net Assets at 6 April</b>		<u>43,295,126</u>	<u>41,969,005</u>
<b>Net Assets at 5 April</b>		<u>24,976,635</u>	<u>43,295,126</u>

The notes on pages 19 to 30 form part of these financial statements.


**LANDIS GRINDING SYSTEMS PENSION FUND**  
**STATEMENT OF NET ASSETS (AVAILABLE FOR BENEFITS)**  
**AS AT 5 APRIL 2023**

	Notes	2023 £	2022 £
<b>Investment Assets</b>			
Bonds	11	-	20,285,900
Pooled investment vehicles	12	22,485,966	27,147,371
Insurance policies	13	641,400	957,000
Derivatives	14	7,063	6,911,589
Cash	11	1,577,305	621,341
Other investment balances	11	-	34,557
		<u>24,711,734</u>	<u>55,957,758</u>
<b>Investment Liabilities</b>			
Derivatives	14	<u>(62,132)</u>	<u>(13,089,848)</u>
<b>Total Net Investments</b>		<b>24,649,602</b>	<b>42,867,910</b>
<b>Current Assets</b>	18	<b>374,995</b>	<b>506,402</b>
<b>Current Liabilities</b>	19	<u><b>(47,962)</b></u>	<u><b>(79,186)</b></u>
<b>Net Assets at 5 April</b>		<u><b>24,976,635</b></u>	<u><b>43,295,126</b></u>

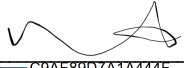
The financial statements summarise the transactions of the Plan and deal with the net assets at the disposal of the Trustees. They do not take account of obligations to pay pensions and benefits, which fall due after the end of the Plan year. The actuarial position of the Plan, which does take account of such obligations, is dealt with on pages 5 and 6 and the Actuarial Certificate on page 31 of the annual report and these financial statements should be read in conjunction with them.

The notes on pages 19 to 30 form part of these financial statements.

The financial statements were approved and signed on behalf of the Trustees by:

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 Trustee

Date: 02-11-2023

DocuSigned by:  
  
 C9AF89D7A1A444F...  
 Trustee

Date: 02-11-2023



## LANDIS GRINDING SYSTEMS PENSION FUND

### NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 5 APRIL 2023

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#### 1. BASIS OF PREPARATION

The financial statements have been prepared on a going concern basis in accordance with the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996, Financial Reporting Standard 102 (FRS 102) – the Financial Reporting Standard applicable in the UK and Republic of Ireland, issued by the Financial Reporting Council, and with the guidelines set out in the Statement of Recommended Practice Financial Reports of Pension Schemes (revised 2018) (the "SORP").

#### 2. IDENTIFICATION OF THE FINANCIAL STATEMENTS

The Plan is registered as a trust under English law. The address for enquiries is included in the Trustees' Report.

#### 3. ACCOUNTING POLICIES

The following principal accounting policies have been adopted in the preparation of the financial statements and have been applied consistently.

##### 3.1 Contributions and Benefits

- a) Employer deficit funding and expense contributions are accounted for on the due dates in accordance with the Schedule of Contributions.
- b) Benefits are accounted for on an accruals basis in the period in which they relate.
- c) Pensions are accounted for on an accruals basis.
- d) Where members can choose whether to take their benefits as a full pension or as a lump sum with reduced pension, retirement benefits are accounted for on an accruals basis on the later of the date of retirement and the date the option is exercised.
- e) Other benefits are accounted for on an accruals basis on the date of retirement, death or leaving the Plan as appropriate.

##### 3.2 Other Income

Interest on cash held with the Plan Administrator is accounted for as it accrues.

##### 3.3 Investment Income

- a) Income from bonds is accounted for as it accrues.
- b) Income from pooled investment vehicles is accounted for when declared by the fund manager.
- c) Income arising on the underlying investments of accumulation funds is reflected within the change in market value.
- d) Income from insurance policies is accounted for when the Plan is entitled to receive the monies.

## LANDIS GRINDING SYSTEMS PENSION FUND

### NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 5 APRIL 2023

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### 3. ACCOUNTING POLICIES (CONTINUED)

#### 3.4 Valuation of Investments

- a) Accrued interest is excluded from the market value of fixed income and index linked securities and is included in other investment balances. Index linked securities valuations include indexation.
- b) Forward foreign exchange contracts outstanding at the year end are stated at fair value which is determined as the gain or loss that would arise if the outstanding contract was matched at the year end with an equal and opposite contract.
- c) Swaps are valued based on the present value of future cash flows arising from the swap, determined using discounted cashflow models and market data at the reporting date.
- d) The market value of pooled investment vehicles is based on the bid price or, if only single priced, the single unit price operating at the accounting date, as advised by the investment manager.
- e) Insurance policies purchased in the name of the Trustees which fully provide the pension benefits for certain members are included in these financial statements at the amount of the related obligation, determined using the most recent Actuarial Valuation Report assumptions and methodology. Annuity valuations are provided by the Plan Actuary. Annuities are secured by Legal & General.
- f) The changes in investment market value are accounted for in the year in which they arise and include profits and losses on investments sold as well as unrealised gains and losses in the value of investments held at the year-end.

#### 3.5 Transfers

Individual transfers are accounted for when paid or once the member has notified the Trustees of their transfer option.

#### 3.6 Administrative and Investment Management Expenses

Administrative and investment manager's expenses are met by the Plan and are accounted for on an accruals basis.

#### 3.7 Currency

- a) The Plan's functional currency and presentational currency is Pounds Sterling (GBP).
- b) Foreign currency transactions are recorded in Sterling at the spot exchange rate at the date of the transaction. Monetary items denominated in foreign currency are translated into Sterling using the closing exchange rates at the year end.

**LANDIS GRINDING SYSTEMS PENSION FUND**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 5 APRIL 2023**

**4. EMPLOYER CONTRIBUTIONS**

	2023	2022
	£	£
Deficit funding	999,996	1,144,227
Expense	214,560	211,320
	<u>1,214,556</u>	<u>1,355,547</u>

Contributions were received in accordance with the Schedule of Contributions certified by the Plan Actuary on 5 July 2021.

In accordance with the latest Schedule of Contributions certified by the Plan Actuary on 5 July 2021 the Employer will pay deficit contributions as follows:

- Contributions of £83,333 per month between 1 July 2021 and 30 June 2024.
- Contributions of £125,000 per month payable from 1 July 2024 to 31 August 2032 (inclusive), increasing by 3% p.a. each April.

**5. OTHER INCOME**

	2023	2022
	£	£
Interest on cash held with the Plan Administrator	21,880	1,014

**6. BENEFITS PAID OR PAYABLE**

	2023	2022
	£	£
Pensions	1,023,611	968,184
Commutations and lump sum retirement benefits	163,367	218,899
	<u>1,186,978</u>	<u>1,187,083</u>

**7. PAYMENTS TO AND ON ACCOUNT OF LEAVERS**

	2023	2022
	£	£
Individual transfers to other schemes	-	454,100

**LANDIS GRINDING SYSTEMS PENSION FUND**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 5 APRIL 2023**

**8. ADMINISTRATIVE EXPENSES**

	2023	2022
	£	£
Consultancy	100,500	118,792
Administration	84,021	88,384
Actuarial	76,550	79,434
Audit	680	11,928
Legal	38,952	1,881
Trustee	2,768	1,000
Bank charges	171	182
	<u>303,642</u>	<u>301,601</u>

**9. INVESTMENT MANAGEMENT EXPENSES**

	2023	2022
	£	£
Administration, management and custody	<u>156,328</u>	<u>186,559</u>

**10. INVESTMENT INCOME**

	2023	2022
	£	£
Income from bonds	153,436	217,722
Income from pooled investment vehicles	87,041	71,866
Income from insurance policies	<u>27,486</u>	<u>26,729</u>
	<u>267,963</u>	<u>316,317</u>

**LANDIS GRINDING SYSTEMS PENSION FUND**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 5 APRIL 2023**

**11. INVESTMENT RECONCILIATION**

Reconciliation of investments held at the beginning and the end of the year:

	Value at 6 April 2022 £	Cost of Purchases and Derivative Payments £	Proceeds of Sales and Derivative Receipts £	Change in Market Value £	Value at 5 April 2023 £
Bonds	20,285,900	35,227,211	(47,530,443)	(7,982,666)	-
Pooled investment vehicles	27,147,371	24,464,888	(26,027,610)	(3,098,683)	22,485,966
Insurance policies	957,000	-	-	(315,600)	641,400
Derivatives	(6,178,259)	27,754,992	(14,852,811)	(6,778,992)	(55,069)
	42,212,012	87,447,090	(88,410,864)	(18,175,941)	23,072,297
Cash	621,341				1,577,305
Other investment balances	34,557				-
	42,867,910				24,649,602

The change in market value of investments during the year comprises all increases and decreases in the market value of investments held at any time during the year, including profits and losses realised on sales of investments during the year.

Where the investments are held in a unitised fund, the change in market value also includes expenses, both implicit and explicit, for the year and any reinvested income, where income is not distributed.

No direct transaction costs have been incurred. Indirect transaction costs are incurred within pooled vehicles via bid/offer spreads and charges made within those vehicles. Such costs are taken into account in calculating the bid/offer spread of these investments and are not separately reported.

**12. POOLED INVESTMENT VEHICLES**

The holdings of the Pooled Investment Vehicles are analysed below:

	2023 £	2022 £
<b>AIL</b>		
Open ended investment company	15,929,508	-
Common contractual fund	2,151,320	-
Authorised contractual scheme	1,665,296	-
<b>Pooled Investment Vehicles</b>	<b>19,746,124</b>	<b>-</b>
<b>Schroders</b>		
Pooled investment vehicles	2,739,841	27,147,371
	<u>22,485,965</u>	<u>27,147,371</u>

## LANDIS GRINDING SYSTEMS PENSION FUND

### NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 5 APRIL 2023

#### 13. INSURANCE POLICIES

The legacy insurance policies relate to benefits due for three individuals. The Trustees no longer purchase such policies to meet Plan liabilities. The value of the insurance policy is calculated by the Plan Actuary using the most recent Plan funding valuation assumptions. The value as at the 5 April 2023 was £641,400 (2022: £957,000).

#### 14. DERIVATIVES

The Trustees have authorised the use of derivatives by Schroders as part of their overall investment strategy for the Plan. The main objectives for the use of derivatives and the policies followed during the year are summarised as follows:

Forward foreign exchange – the Trustees have set the maximum foreign exchange exposure for the investment portfolio at 15% in order to balance the risk of investing in foreign currencies whilst having an obligation to settle benefits in Sterling. In order to maintain appropriate diversification of investments within the portfolio and take advantage of overseas investment returns the underlying investment portfolio is 50% invested overseas. A currency hedging programme, using forward foreign exchange contracts, has been put in place to reduce currency exposure if these overseas investments exceed the 15% target. As at 5 April 2023, only minimal foreign exchange contracts remained given the transfer of the majority of assets to the new fiduciary investment manager AIL.

Swaps – The Trustees' aim is to match as far as possible the Plan's long-term liabilities, in particular in relation to their sensitivities to interest rate movements. Over the course of the year, the Trustees entered into interest rate swaps that extended the duration of the Plan assets to better match the long-term liabilities. Similarly, the Trustees entered into inflation swaps to match the inflation-linked nature of the liabilities. As at 5 April 2023, all swaps with Schroders were unwound in March 2023 as part of the transition to the new fiduciary investment manager AIL.

At the year end the Plan held the following derivatives:

	2023 Asset £	2023 Liability £	2022 Asset £	2022 Liability £
<b>Derivative Contracts</b>				
Swaps	-	-	6,909,744	(13,047,919)
Forward foreign exchange	7,063	(62,132)	1,845	(41,929)
	<u>7,063</u>	<u>(62,132)</u>	<u>6,911,589</u>	<u>(13,089,848)</u>
		(55,069)		(6,178,259)

Swaps				
Type of Contract	Expiration	Notional Principal £	Assets £	Liability £
Plan 2023		-	-	-
Plan 2022		<u>128,462,298</u>	<u>6,909,744</u>	<u>(13,047,919)</u>

Included in prior year gilts is collateral of £7,521,767 which has been pledged to the counterparty. At the previous year end the Plan held £823,750 of collateral belonging to the counterparty. This collateral is not reported within the Plan's net assets.



**LANDIS GRINDING SYSTEMS PENSION FUND**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 5 APRIL 2023**

**14. DERIVATIVES**

**Forward Foreign Exchange**

Type of Contract	Settlement Date	Currency Bought	Currency Sold	Asset £	Liability £
Forward OTC	27/4/2023	Sterling	Euro	-	(62,132)
Forward OTC	27/4/2023	Euro	Sterling	746	-
Forward OTC	27/4/2023	USD	Sterling	6,317	-
				<u>7,063</u>	<u>(62,132)</u>

**15. INVESTMENT FAIR VALUE HIERARCHY**

FRS102 requires for each class of financial instrument an analysis of the level in the following fair value hierarchy into which the fair value measurements are categorised. A fair value measurement is categorised in its entirety on the basis of the lowest level input that is significant to the fair value measurement in its entirety.

- Level 1: The unadjusted quoted price in an active market for an identical asset or liability that the entity can access at the assessment dates;
- Level 2: Inputs other than quoted prices included within Level 1 that are observable (i.e. developed using market data) for the asset or liability either directly or indirectly;
- Level 3: Inputs are unobservable (i.e. for which market data is unavailable) for the asset or liability.

The Fund's investment assets fall within the above hierarchy as follows:

	Level 1 £	Level 2 £	Level 3 £	2023 £
Pooled investment vehicles	-	20,067,336	2,418,630	22,485,966
Insurance policies	-	-	641,400	641,400
Derivatives	-	(55,069)	-	(55,069)
Cash	1,577,305	-	-	1,577,305
	<u>1,577,305</u>	<u>20,012,267</u>	<u>3,060,030</u>	<u>24,649,602</u>
	Level 1 £	Level 2 £	Level 3 £	2022 £
Bonds	20,285,900	-	-	20,285,900
Pooled investment vehicles	-	23,098,582	4,048,788	27,147,371
Insurance policies	-	-	957,000	957,000
Derivatives	-	(6,178,258)	-	(6,178,259)
Cash	621,341	-	-	621,341
Other investment balances	34,557	-	-	34,557
	<u>20,941,798</u>	<u>16,920,324</u>	<u>5,005,788</u>	<u>42,867,910</u>

## LANDIS GRINDING SYSTEMS PENSION FUND

### NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 5 APRIL 2023

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#### 16. INVESTMENT RISKS

FRS 102 requires the disclosure of information in relation to certain investment risks. FRS 102 sets out these risks as follows:

**Credit Risk:** This is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

**Market Risk:** This comprises currency risk, interest rate risk and other price risk.

**Currency Risk:** This is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

**Interest Rate Risk:** This is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

**Other Price Risk:** This is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market.

The Fund has exposure to these risks because of the investments it makes in following the investment strategy set out below. The Trustees manage investment risks, including credit risk and market risk, within agreed risk limits which are set taking into account the Fund's strategic investment objectives. These investment objectives and risk limits are implemented through the investment management agreements in place with the Fund's investment managers and monitored by the Trustees by regular reviews of the investment portfolio.

The Trustees monitor the Fund's risks periodically.

The Trustees measure risks both qualitatively and quantitatively.

The Trustees monitor and measure the overall risk in relation to the aggregate risk exposure across all risk types and activities, including employer covenant and funding risks.

The Fund has investment guidelines that set out its overall investment strategy and its general approach to risk management, as set out in the Statement of Investment Principles.

The Trustees have appointed an investment adviser to assist them in determining and implementing the investment strategy for the Fund.

The Trustees acknowledge that the Fund's investment managers may use derivatives and other instruments for trading purposes and in connection with its risk management activities.

#### **Credit Risk**

The Fund is subject to credit risk because the Fund has cash balances. The Fund also invests in pooled investment vehicles and is therefore directly exposed to credit risk in relation to the investments it holds in the pooled investment vehicles. The Fund is indirectly exposed to credit risks arising on the financial instruments held by the pooled investment vehicles.

Cash is held within financial institutions which are at least investment grade credit rated. This is the position at the year-end and the prior year.

The Fund's holdings in pooled investment vehicles are unrated. Direct credit risk arising from pooled investment vehicles is mitigated by the underlying assets of the pooled arrangements being ring-fenced from the pooled managers, the regulatory environments in which the pooled managers operate and diversification of investments amongst a number of pooled arrangements. The manager carries out due diligence checks on the appointment of new pooled investment managers and on an ongoing basis monitor any changes to the operating environment of the pooled managers.

## LANDIS GRINDING SYSTEMS PENSION FUND

### NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 5 APRIL 2023

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#### 16. INVESTMENT RISKS (CONTINUED)

##### **Credit Risk (continued)**

Indirect credit risk arising from underlying investments held in the bond and liability matching pooled investment vehicles is mitigated by the underlying exposures on an aggregate basis being predominantly investment grade credit securities. However, the funds may invest in debt securities which may be unrated by a recognised credit rating agency or below investment grade and which are subject to greater risk of loss of principal and interest than higher-rated debt securities. The funds may invest in debt securities which rank junior to other outstanding securities and obligations of the issuer, all or a significant portion of which may be secured on substantially all of that issuer's assets. The funds may invest in debt securities which are not protected by financial covenants or limitations on additional indebtedness. Risk is mitigated by holding a diverse portfolio of investments with exposure to a range of issues and issuers, through the higher yield available on these investments which compensates on an aggregate basis for the risk taken and through the use of an active fund manager who through careful stock selection will aim to reduce the impact of defaults and downgrades.

##### **Currency Risk**

No direct currency risk exists with assets held with AIL as all of the pooled investment vehicles held by the Fund are denominated in GBP.

Indirect currency risk arises because some investments are held in overseas markets via pooled investment vehicles. AIL may enter into currency exchange transactions and/or use techniques and instruments to seek to protect against fluctuation in the relative value of its portfolio positions. This fluctuation results from changes in currency exchange rates between the trade and settlement dates of specific securities transactions or anticipated securities transactions.

Some of the pooled investment vehicles held by Schroders are denominated in overseas currencies and are therefore subject to direct currency risk. Whilst Schroders mitigate direct currency risk by implementing currency hedging through the use of hedged shared classes of pooled funds (where available) and the use of FX forward contracts, these were removed ahead of the transfer of assets to AIL. At the year end, the non GBP balances comprised 6.6% (2022: 6.8%) of the Fund's total assets (representing assets held with Schroders in non GBP):

##### **Interest Rate Risk**

The Fund is subject to interest rate risk because some of the Fund's investments are held in leveraged gilts through pooled vehicles, and cash, as part of their LDI investment strategy (Hedging Component). Under this strategy, if interest rates fall, the value of LDI investments will rise to help match the increase in actuarial liabilities arising from a fall in the discount rate. Similarly, if interest rates rise, the LDI investments will fall in value, as will the actuarial liabilities because of an increase in the discount rate. The Fund also has some exposure to bond pooled investment vehicles as part of its diversified return seeking growth portfolio.

##### **Other Price Risk**

Other price risk arises principally in relation to the Fund's return seeking portfolio which includes a range of strategies invested in pooled vehicles (equities, bonds, alternatives, property and cash). This exposure to overall price movements is managed by constructing a diverse portfolio of investments across various markets.

## LANDIS GRINDING SYSTEMS PENSION FUND

### NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 5 APRIL 2023

#### 16. INVESTMENT RISKS (CONTINUED)

The table below summarises the extent to which the various classes of the Fund's investments are affected by indirect financial risks.

					5 April 2023	5 April 2022	
Strategy	Fund	Credit Risk	Currency Risk	Interest Rate Risk	Other Price Risk	Market Value (£)	Market Value (£)
Total assets (AIL + Schroders)						24,059,176	41,415,212
AIL						19,893,036	
Multi-Factor	LGIM Developed Factor Index Fund	✓	✓	✓	✓	2,151,320	-
	LGIM Developed Factor Index Fund – Hedged					1,665,297	-
	Active Global Fixed IncomeAdept Strategy 2 Strategy	✓	✓	✓	✓	1,409,924	-
	Sustainable Multi-Asset CreditAdept Strategy 18	✓	✓	✓	✓	1,014,295	-
Diversified Alternatives StrategyAdept Strategy 31		✓	✓	✓	✓	2,787,415	-
Opportunities StrategyAdept Strategy 5		✓	✓	✓	✓	428,490	-
Hedging Component		✓	-	✓	✓	10,340,263	-
Cash		✓	-	-	-	96,032	-
Schroders						4,166,140	41,415,212
Investment Fund cash		✓	✓	✓	✓	1,313,748	65,389
Investment Fund Securities		✓	✓	✓	✓	2,739,841	25,847,993
Matching assets		✓	-	-	-	112,551	15,501,830

Source: Schroders Solutions, Aon / Bank of New York Mellon / Managers.

Cash balances held in LDI accounts are included in the Hedging Component market value.

Please note that figures may not sum due to rounding.

In the table above, the risk noted affects the investment class [✓] as at 5 April 2023.

## LANDIS GRINDING SYSTEMS PENSION FUND

### NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 5 APRIL 2023

#### 16. CONCENTRATION OF INVESTMENTS

The following investments account for more than 5% of the Plan's net assets as at 5 April:

	2023		2022	
	£	%	£	%
RAMIL Stable Growth Fund	-	-	20,984,772	48.4
Schroder SSF-STE LIQ P-X2	2,910,460	11.7	-	-
DIVERSIFYING ALT GBP-50	2,787,415	11.2	-	-
DMVI-Developed Balanc GBP	2,151,320	8.6	-	-
SCHR MP-SY ID N-2038-2057	1,844,110	7.4	-	-
LGIM PMC DMVK DEV GBP NPV	1,665,297	6.7	-	-
Schroder-SYN N G 2058-207	1,477,636	5.9	-	-
ACT GL FXD INC GBP-50	1,409,924	5.6	-	-

#### 17. CURRENT ASSETS

	2023	2022
	£	£
Cash held with the Plan Administrator	197,204	320,643
Employer contributions due	101,213	101,213
Pensions paid in advance	76,578	84,546
	<u>374,995</u>	<u>506,402</u>

The contributions due at the year end were received in accordance with the Schedule of Contributions certified by the Plan Actuary on 5 July 2021.

#### 18. CURRENT LIABILITIES

	2023	2022
	£	£
Investment management expenses due	28,500	42,613
Administrative expenses due	19,462	26,331
PAYE due to HMRC	-	10,242
	<u>47,962</u>	<u>79,186</u>

#### 19. RELATED PARTY TRANSACTIONS

The Principal Employer has provided certain administrative services during the year without charge and meets the costs of all statutory levies. The Member-Nominated Trustee does not receive any remuneration for this service to the Plan but has been reimbursed for expenses of £2,768 (2022: £2,000). The Independent Trustee, BESTrustees Ltd, is appointed by the Employer, and the fees are paid by the Employer amounting to £27,961 (2022: £25,325).

#### 20. EMPLOYER-RELATED INVESTMENTS

There were no Employer-related investments during the year.

#### 21. TAXATION

In accordance with the provisions of Schedule 36 of Finance Act 2004, the Plan is a registered pension scheme under Chapter 2 of part 4 of the Finance Act 2004 with effect from 6 April 2006.

## LANDIS GRINDING SYSTEMS PENSION FUND

### NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 5 APRIL 2023

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#### 22. CONTINGENT LIABILITIES AND CONTRACTUAL COMMITMENTS

##### **GMP Equalisation**

On 26 October 2018, the High Court ruled that benefits provided to members who had contracted out of their Plan must be recalculated to reflect the equalisation of state pension ages between 17 May 1990 and 6 April 1997. Following the ruling, it is expected that the Trustees will need to equalise Guaranteed Minimum Pensions between men and women. This is likely to result in additional liabilities for the Plan for equalisation of the benefits already crystallised e.g., historical transfers out, retirement benefits etc.

As a result, from the latest actuarial valuation an allowance has been made for GMP equalisation, the Plan Actuary advised the total increase to the Technical Provisions was estimated to be £1.12m.

Subsequently, on 20 November 2020, the High Court issued a follow up judgment in respect of the Lloyds Banking Group ruling that any transfers out paid since 17 May 1990 must be potentially be increased to reflect additional liabilities arising from the equalisation of GMPs accrued between 17 May 1990 and 5 April 1997. This could potentially result in top-up payments to members but presents significant challenges for the Trustees and Plan Administrator in terms of:

- Identifying transfers paid since 1990.
- Equalising the transfer payment.
- Tracking the relevant members and the arrangements they transferred to.

The Trustees are currently reviewing all options with their Plan Advisers.

##### **Virgin Media Ltd v NTL Pension Trustees**

The Virgin Media Ltd v NTL Pension Trustees II decision, handed down by the High Court on 16 June 2023 considered the implications of section 37 of the Pension Schemes Act 1993. We do not know at this stage whether the case will be appealed but, as matters stand, the case has the potential to cause significant issues in the pension industry. The Trustee will investigate the possible implications with its advisers but, it is not possible at present to estimate the potential impact, if any, on the Scheme.

**LANDIS GRINDING SYSTEMS PENSION FUND**  
**ACTUARIAL CERTIFICATE**  
**FOR THE YEAR ENDED 5 APRIL 2023**

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**Certificate of Schedule of Contributions**

**Adequacy of Rates of Contributions**

I certify that, in my opinion, the rates of contributions shown in this Schedule of Contributions are such that the statutory funding objective can be expected to be met by the end of the period specified in the Recovery Plan dated 1 July 2021.

**Adherence to Statement of Funding Principles**

I hereby certify that, in my opinion, this Schedule of Contributions is consistent with the Statement of Funding Principles dated 1 July 2021.

**Signature:**

**Name:**

**Date of Signing:**

**Address:**

**Qualification:**

Note: The certification of the adequacy of the rates of contributions for the purpose of securing that the statutory funding objective can be expected to be met is not a certification of their adequacy for the purpose of securing the Plan's liabilities by the purchase of annuities, if the Plan were to be wound up.

## LANDIS GRINDING SYSTEMS PENSION FUND

### INDEPENDENT AUDITOR'S STATEMENT ABOUT CONTRIBUTIONS FOR THE YEAR ENDED 5 APRIL 2023

#### Independent Auditor's Statement about Contributions to the Trustees of the Landis Grinding Systems Pension Fund

We have examined the Summary of Contributions payable to the Landis Grinding Systems Pension Fund for the Plan year ended 5 April 2023 which is set out on the following page.

In our opinion contributions for the Plan year ended 5 April 2023 as reported in the Summary of Contributions and payable under the Schedule of Contributions have in all material respects been paid at least in accordance with the Schedule of Contributions certified by the Actuary on 5 July 2021.

#### Scope of Work on Statement about Contributions

Our examination involves obtaining evidence sufficient to give reasonable assurance that contributions reported in the attached Summary of Contributions have in all material respects been paid at least in accordance with the Schedule of Contributions. This includes an examination, on a test basis, of evidence relevant to the amounts of contributions payable to the Plan and the timing of those payments under the Schedule of Contributions.

#### Respective Responsibilities of Trustees and the Auditor

As explained more fully in the Statement of Trustees' Responsibilities, the Plan's Trustees are responsible for preparing, and from time to time reviewing and if necessary, revising, a Schedule of Contributions and for monitoring whether contributions are made to the Plan by the Employer in accordance with the Schedule of Contributions.

It is our responsibility to provide a Statement about Contributions paid under the Schedule of Contributions and to report our opinion to you.

#### Use of Our Report

This report is made solely to the Plan's Trustees, as a body, in accordance with Regulation 4 of The Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996. Our audit work has been undertaken so that we might state to the Plan's Trustees those matters we are required to state to them in an auditor's statement about contributions and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Plan and the Plan's Trustees as a body, for our audit work, for this statement, or for the opinions we have formed.

DocuSigned by:

*Nortons Assurance Limited*

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**Nortons Assurance Limited**

Statutory Auditor

Reading

Date: 02-11-2023




LANDIS GRINDING SYSTEMS PENSION FUND  
SUMMARY OF CONTRIBUTIONS PAYABLE  
FOR THE YEAR ENDED 5 APRIL 2023

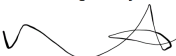
During the year ended 5 April 2023, the contributions payable to the Plan by the Employer were as follows:

	2023 £
Employer Contributions payable under the Schedules of Contributions	
Deficit funding	999,996
Expense	214,560
Contributions payable under the Schedules and reported in the Financial Statements	1,214,556

Signed for and on behalf of the Trustees by:

DocuSigned by:  
  
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Trustee

Date: 02-11-2023

DocuSigned by:  
  
C9AF89D7A1A444F...  
Trustee

Date: 02-11-2023

# Appendix Divider referenced in contents

# Engagement Policy Implementation Statement (“EPIS”)

## Landis Grinding Systems Pension Fund

### Fund Year End – 5 April 2023

The purpose of the EPIS is for us, the Trustees of the Landis Grinding Systems Pension Fund (the “Fund”), to explain what we have done during the year ending 5 April 2023 to achieve certain policies and objectives set out in the Statement of Investment Principles (“SIP”). It includes:

1. How our policies in the SIP about asset stewardship (including both voting and engagement activity) in relation to the Fund’s investments have been followed during the year; and
2. How we have exercised our voting rights or how these rights have been exercised on our behalf, including the use of any proxy voting advisory services, and the ‘most significant’ votes cast over the reporting year.

#### Our conclusion

**Based on the activity we have undertaken during the year, we believe that the policies set out in the SIP have been implemented effectively.**

In our view, most of the Fund’s material investment managers were able to disclose good evidence of voting and engagement activity, and the activities completed by our managers align with our stewardship expectations.

During the Fund year, we appointed a new fiduciary manager. As part of this, we delegate the management of some of the Fund’s assets to our fiduciary manager, Aon Investments Limited (“Aon”). We believe the activities completed by our fiduciary manager to review the underlying managers’ voting and engagement policies, and activities align with our stewardship expectations.

## How voting and engagement policies have been followed

During the Fund year, we changed our fiduciary manager from Schroders to Aon. Given the change which occurred, we have focused on the voting and engagement policies for our new fiduciary manager and the underlying managers within this.

The Fund is invested in pooled funds, and so the responsibility for voting and engagement is delegated to the Fund's investment managers, which is in line with the Trustees' policy. We reviewed the stewardship activity of the material investment managers carried out over the Fund year and in our view, most of the investment managers were able to disclose adequate evidence of voting and/or engagement activity. More information on the stewardship activity carried out by the Fund's investment managers can be found in the following sections of this report.

Over the reporting year, we monitored the performance of the Fund's investments on a quarterly basis. Following the appointment of our new fiduciary manager, we received updates on important issues from our investment adviser, Aon Investments Limited ("Aon"). We will receive quarterly Environmental Social Governance ("ESG") ratings from Aon for the funds that the Fund is invested in where available.

Each year, we review the voting and engagement policies of the Fund's investment managers to ensure they align with our own policies for the Fund and help us to achieve them.

The Fund's stewardship policy can be found in the SIP: <https://www.landis.yourpremier.co.uk/explore#document-centre>

## Our Engagement Action Plan

Based on the work we have done for the EPIS, we have noted the following, along with proposed action, where appropriate:

1. CB Richard Ellis, North Rock, Millennium, Orchard, Tritax and Schonfield did not provide information on their engagement activity. Although, as at Fund year end, each fund represented <5% of Fund level assets and we are in the process of disinvesting from these assets. As such, we have decided not to engage further with these managers at the current time.
2. Whilst Legal and General Investment Management ("LGIM") did provide fund-level engagement information, this was not in as much detail as required by the ICSWG best practice industry standard. We will request our fiduciary manager, Aon, to meet with the fund manager to encourage better reporting.
3. We will invite our fiduciary manager to a meeting to get a better understanding of how it is monitoring voting practices and engaging with underlying managers on our behalf, and how these help us fulfil our Responsible Investment policies.

### What is stewardship?

Stewardship is investors using their influence over current or potential investees/issuers, policy makers, service providers and other stakeholders to create long-term value for clients and beneficiaries leading to sustainable benefits for the economy, the environment and society.

This includes prioritising which ESG issues to focus on, engaging with investees/issuers, and exercising voting rights.

Differing ownership structures means stewardship practices often differ between asset classes.

*Source: UN PRI*

## Our fiduciary manager's engagement activity

We delegate the management of the Fund's defined benefit assets to our fiduciary manager, Aon. Aon manages the Fund's assets in a range of funds which can include multi-asset, multi-manager and liability matching funds. Aon selects the underlying investment managers on our behalf.

We delegate monitoring of ESG integration and stewardship of the underlying managers to Aon. We have reviewed Aon's latest annual Stewardship Report and we believe it shows that Aon is using its resources to effectively influence positive outcomes in the funds in which it invests.

Over the year, Aon held several engagement meetings with many of the underlying managers in its strategies. Aon discussed ESG integration, stewardship, climate, biodiversity, and modern slavery with the investment managers. Aon provided feedback to the managers after these meetings with the aim of improving the standard of ESG integration across its portfolios.

Over the year, Aon engaged with the industry through white papers, working groups, webinars, and network events, as well as responding to multiple consultations.

In 2021, Aon committed to achieve net zero emissions by 2050, with a 50% reduction by 2030 for its fully delegated clients' portfolios and defined contribution default strategies (relative to baseline year of 2019).

Aon also successfully renewed its signatory status to the 2020 UK Stewardship Code.

### What is fiduciary management?

Fiduciary management is the delegation of some, or all, of the day-to-day investment decisions and implementation to a fiduciary manager. But the trustees still retain responsibility for setting the high-level investment strategy.

In fiduciary management arrangements, the trustees will often delegate monitoring ESG integration and asset stewardship to its fiduciary manager.

## Our managers' voting activity

Good asset stewardship means being aware and active on voting issues, corporate actions and other responsibilities tied to owning a company's stock. We believe that good stewardship is in the members' best interests to promote best practice and encourage investee companies to access opportunities, manage risk appropriately, and protect shareholders' interests. Understanding and monitoring the stewardship that investment managers practice in relation to the Fund's investments is an important factor in deciding whether a manager remains the right choice for the Fund.

Voting rights are attached to listed equity shares, including equities held in multi-asset funds. We expect the Fund's equity-owning investment managers to responsibly exercise their voting rights.

### Voting statistics

The table below shows the voting statistics for the Fund's material equity fund with voting rights for the year to 31 March 2023, which broadly matches the Fund year.

	Number of resolutions eligible to vote on	% of resolutions voted	% of votes against management	% of votes abstained from
LGIM Developed Balanced Factor Equity Index Fund (Hedged and Unhedged)	11,712	99.82%	20.20%	0.13%

Source: Manager

### Use of proxy voting advisers

Many investment managers use proxy voting advisers to help them fulfil their stewardship duties. Proxy voting advisers provide recommendations to institutional investors on how to vote at shareholder meetings on issues such as climate change, executive pay and board composition. They can also provide voting execution, research, record keeping and other services.

Responsible investors will dedicate time and resources towards making their own informed decisions, rather than solely relying on their adviser's recommendations.

The table below describes how the Fund's equity fund manager uses proxy voting advisers.

	Description of use of proxy voting adviser(s) (in the managers' own words)
LGIM	LGIM's Investment Stewardship team uses ISS's 'ProxyExchange' electronic voting platform to electronically vote clients' shares. All voting decisions are made by LGIM and we do not outsource any part of the strategic decisions. To ensure our proxy provider votes in accordance with our position on ESG, we have put in place a custom voting policy with specific voting instructions.

Source: Manager

### Significant voting examples

To illustrate the voting activity being carried out on our behalf, we asked the Fund's material equity investment manager to provide a selection of what they consider to be the most significant votes in relation to the Fund's funds. A sample of these significant votes can be found in the appendix.

#### Why is voting important?

Voting is an essential tool for listed equity investors to communicate their views to a company and input into key business decisions. Resolutions proposed by shareholders increasingly relate to social and environmental issues

Source: UN PRI

#### Why use a proxy voting adviser?

Outsourcing voting activities to proxy advisers enables managers that invest in thousands of companies to participate in many more votes than they would without their support.

## Our managers' engagement activity

Engagement is when an investor communicates with current (or potential) investee companies (or issuers) to improve their ESG practices, sustainability outcomes or public disclosure. Good engagement identifies relevant ESG issues, sets objectives, tracks results, maps escalation strategies and incorporates findings into investment decision-making.

The table below shows some of the engagement activity carried out by the Fund's material managers. The managers have provided information for the most recent calendar year available. Some of the information provided is at a firm-level i.e., is not necessarily specific to the funds invested in by the Fund.

Funds	Number of engagements		Themes engaged on at a fund-level
	Fund specific	Firm level	
Leadenhall Insurance Linked Life Fund	24	321	Environment – Climate change
			Social - Conduct, culture and ethics (e.g., tax, anti-bribery, lobbying), Human and labour rights (e.g. supply chain rights, community relations), Human capital management (e.g. inclusion & diversity, employee terms, safety)
			Governance – Board Effectiveness – Diversity, Board effectiveness – Independence or Oversight, Leadership – Chair/CEO, Remuneration, Shareholder rights
			Strategy, Financial and Reporting – Capital allocation, Reporting (e.g., audit, accounting, sustainability reporting), Financial performance, Strategy/purpose, Risk management (e.g., operational risks, cyber/information security, product risks)
LGIM Developed Factor Index Fund	210	1,224	Environment - Climate change
			Social - Human and labour rights (e.g., supply chain rights, community relations), Human capital management (e.g., inclusion & diversity, employee terms, safety), Inequality, Public health
			Governance - Board effectiveness - Diversity, Board effectiveness - Other, Remuneration
			Strategy, Financial and Reporting – Reporting (e.g., audit, accounting, sustainability reporting), Strategy/purpose
Aegon Asset Management European Asset Backed Securities Fund	132	441	Environment – Climate change, Natural resource use/impact (e.g., water, biodiversity), Pollution and waste
			Social – Conduct, culture and ethics (e.g., tax, anti-bribery, lobbying), Human and labour rights (e.g. supply chain rights, community relations), Human capital management (e.g. inclusion & diversity, employee terms, safety), Public health
			Governance – Board effectiveness – Independence or Oversight, Leadership – Chair/CEO, Remuneration, Shareholder rights
			Strategy, Financial and Reporting – Reporting (e.g. audit, accounting, sustainability reporting)

Funds	Number of engagements		Themes engaged on at a fund-level
	Fund specific	Firm level	
T.Rowe Price Dynamic Global Bond Fund	16	778	Environment – Climate Change, Pollution, Waste
			Social – Human Capital Management (e.g. supply chain rights, community relations), Public health
			Governance – Board effectiveness – Diversity, Board effectiveness – Independence or Oversight, Remuneration, Shareholder rights
			Strategy, Financial and Reporting – Capital allocation, Reporting (e.g. audit, accounting, sustainability reporting), Strategy/purpose
LGIM Global Diversified Credit SDG Fund	79	1,224	Environment - Climate change, Natural resource use/impact (e.g. water, biodiversity)
			Social - Conduct, culture and ethics (e.g. tax, anti-bribery, lobbying), Human and labour rights (e.g. supply chain rights, community relations), Human capital management (e.g. inclusion & diversity, employee terms, safety), Public health
			Governance - Board effectiveness - Diversity, Board effectiveness - Other, Remuneration
			Strategy, Financial and Reporting - Reporting (e.g. audit, accounting, sustainability reporting), Strategy/purpose

Source: Managers.

- Aegon did not provide fund level themes; themes provided are at a firm-level. Given the nature of the investment mandates within the fund managed by Aegon, the Trustees, supported by Aon, are of the view that this does not require further engagement.
- Millennium, North Rock, Schonfeld, CB Richard Ellis, Tritax and Orchard did not provide any engagement information. These are assets which the Trustees plan to redeem from.

## Data limitations

This report does not include commentary on certain asset classes such as liability driven investments, gilts or cash because of the limited materiality of stewardship to these asset classes.



## Appendix – Significant Voting Examples

In the table below are some significant vote examples provided by the Fund's managers. We consider a significant vote to be one which the manager considers significant. Managers use a wide variety of criteria to determine what they consider a significant vote, some of which are outlined in the examples below:

<b>LGIM Developed Factor Index Fund</b>	<b>Company name</b>	Eli Lilly and Company
	<b>Date of vote</b>	02/05/2022
	<b>Approximate size of fund's/mandate's holding as at the date of the vote (as % of portfolio)</b>	0.93%
	<b>Summary of the resolution</b>	Require Independent Board Chair
	<b>How you voted</b>	LGIM voted in favour of the shareholder resolution (management recommendation: against)
	<b>Where you voted against management, did you communicate your intent to the company ahead of the vote?</b>	LGIM publicly communicates its vote instructions on its website with the rationale for all votes against management. It is our policy not to engage with our investee companies in the three weeks prior to an AGM as our engagement is not limited to shareholder meeting topics.
	<b>Rationale for the voting decision</b>	Shareholder Resolution - Joint Chair/CEO: A vote in favour is applied as LGIM expects companies to establish the role of independent Board Chair.
	<b>Outcome of the vote</b>	Failed
	<b>Implications of the outcome e.g. were there any lessons learned and what likely future steps will you take in response to the outcome?</b>	LGIM will continue to engage with our investee companies, publicly advocate our position on this issue and monitor company and market-level progress.
	<b>On which criteria have you assessed this vote to be "most significant"?</b>	LGIM considers this vote to be significant as it is in application of an escalation of our vote policy on the topic of the combination of the board chair and CEO (escalation of engagement by vote).

Source: LGIM