

## **Arriva Passenger Services Pension Plan**

### **Statement of Investment Principles ("SIP")**

#### **Purpose of this Statement**

This SIP has been prepared by the Trustee of the Arriva Passenger Services Pension Plan (the "Plan"). This statement sets out the principles governing the Trustee's decisions to invest the assets of the Plan.

The Plan's investment strategy is derived from the Trustee's investment objectives. The objectives have been taken into account at all stages of planning, implementation and monitoring of the investment strategy.

Details on the Plan's investment arrangements are set out in the Investment Implementation Document ("IID").

The Statement covers the Defined Benefit (DB) section.

#### **Governance**

The Trustee of the Plan makes all major strategic decisions including, but not limited to, the Plan's asset allocation and the appointment and termination of investment managers.

When making such decisions, and when appropriate, the Trustee takes proper written advice. The Trustee believes that their investment advisers, Isio, are qualified by their ability in, and practical experience, of financial matters, and have the appropriate knowledge and experience. The investment advisers' remuneration may be a fixed fee or based on time worked, as negotiated by the Trustee in the interests of obtaining best value for the Plan.

#### **Investment objectives**

The Trustee's primary objectives for setting the investment strategy of the Plan are set out below:

- "Liquidity objective" – to acquire and maintain suitable assets of appropriate liquidity which will generate income and capital growth.
- "Funding objective" – to limit the risk of the Plan's assets failing to meeting the liabilities over the long term, and to ensure that the Plan has sufficient assets available to pay members' benefits as and when they arise using assumptions underlying the calculation of the Plan's technical provisions.
- "Diversification objective" - to ensure that the Plan's portfolio of assets is appropriately diversified, achieved via selecting investments spread across a range of asset classes and markets, so as to mitigate concentration risk, geopolitical risk, and currency risk to an appropriate extent.
- "Cost objective" – to minimise the long-term costs of the Plan by maximising the return on assets whilst having regard to the Plan's "funding objective".

- “Stability objective” – to have due regard to the employer’s ability in meeting its contribution payments given their size and incidence, and to have due regard to the volatility of measures of funding and security.

The Plan’s funding position will be reviewed on an ongoing basis to assess the position relative to the funding target and whether the investment arrangements remain appropriate to the Plan’s circumstances. The Plan’s funding target is specified in the Statement of Funding Principles.

### **Investment strategy**

The Trustee takes a holistic approach to considering and managing risks when formulating the Plan’s investment strategy.

The Plan’s investment strategy was derived following careful consideration of the factors set out in Appendix A. The considerations include the nature and duration of the Plan’s liabilities, the risks of investing in the various asset classes, the implications of the strategy (under various scenarios) for the level of employer contributions required to fund the Plan, and also the strength of the sponsoring company’s covenant. The Trustee considered the merits of a range of asset classes.

The Trustee recognises that the investment strategy is subject to risks, in particular the risk of a mismatch between the performance of the assets and the calculated value of the liabilities. This risk is monitored by regularly assessing the funding position and the characteristics of the assets and liabilities. This risk is managed by investing in assets which are expected to perform in excess of the liabilities over the long term, and also by investing in a suitably diversified portfolio of assets with the aim of minimising (as far as possible) volatility relative to the liabilities.

The assets of the Plan consist predominantly of investments which are traded on regulated markets (with investments not on regulated markets being kept to a prudent level).

### **Leverage and collateral management**

The Trustee will adhere to all relevant regulatory guidance and requirements in relation to leverage and collateral management within the Plan’s liability hedging (LDI) portfolio.

The Trustee has a stated collateral management policy. The Trustee has agreed a process for meeting collateral calls should these be made by the Plan’s LDI manager. The Trustee will review and stress test this policy on a regular basis.

Further details on this can be found in the Plan’s Collateral Management Policy document which is available to members on request.

## **Investment Management Arrangements**

The Trustee has appointed several investment managers to manage the assets of the Plan as listed in the IID. The investment managers are regulated under the Financial Services and Markets Act 2000.

All decisions about the day-to-day management of the assets have been delegated to the investment managers via a written agreement. The delegation includes decisions about:

- Selection, retention and realisation of investments including taking into account all financially material considerations in making these decisions;
- The exercise of rights (including voting rights) attaching to the investments;
- Undertaking engagement activities with investee companies and other stakeholders, where appropriate.

The Trustee takes investment managers' policies into account when selecting and monitoring managers. The Trustee also takes into account the performance targets the investment managers are evaluated on. The investment managers are expected to exercise powers of investment delegated to them, with a view to following the principles contained within this statement, so far as is reasonably practicable.

Where the Plan's assets are invested in pooled vehicles, the custody of the holdings is arranged by the investment manager.

With regards to the Plan's LDI portfolio, the Trustee have appointed a custodian to operate alongside the investment manager in place. The custodian provides safekeeping for the assets and performs all associated administrative duties such as the collection of dividends.

## Investment Manager Monitoring and Engagement

The Trustee monitors and engages with the Plan's investment managers and other stakeholders on a variety of issues. Below is a summary of the areas covered and how the Trustee seeks to engage on these matters with investment managers.

Areas for engagement	Method for monitoring and engagement	Circumstances for additional monitoring and engagement
Performance, Strategy and Risk	<ul style="list-style-type: none"><li>• The Trustee receives a quarterly performance report which details information on the underlying investments' performance, strategy and overall risks, which are considered at the relevant Trustee meeting.</li><li>• The Plan's investment managers are invited to present to the Trustee on their performance, strategy and risk exposures.</li></ul>	<ul style="list-style-type: none"><li>• There are significant changes made to the investment strategy.</li><li>• The risk levels within the assets managed by the investment managers have increased to a level above and beyond the Trustee's expectations.</li><li>• Underperformance vs the performance objective over the period that this objective applies.</li></ul>
Environmental, Social, Corporate Governance factors and the exercising of rights	<ul style="list-style-type: none"><li>• The Trustee's investment managers provide annual reports on how they have engaged with issuers regarding social, environmental and corporate governance issues.</li><li>• The Trustee receives information from their investment advisers on the investment managers' approaches to engagement.</li><li>• The Trustee will engage, via their investment adviser, with investment managers and/or other relevant persons about relevant matters at least annually.</li></ul>	<ul style="list-style-type: none"><li>• The manager has not acted in accordance with their policies and frameworks</li><li>• The manager's stewardship policies and priorities are not in line with the Trustee's policies and any priorities in this area.</li></ul>

Through the engagement described above, the Trustee will work with the investment managers to improve their alignment with the above policies. Where sufficient improvement is not observed, the Trustee will review the relevant investment manager's appointment and will consider terminating the arrangement.

### **Employer-related investments**

The policy of the Trustee is not to hold any employer-related investments as defined in the Pensions Act 1995 and the Occupational Pension Plans (Investment) Regulations 2005 except where the Plan invests in collective investment schemes that may hold employer-related investments. In this case, the total exposure to employer-related investments will not exceed 5% of the Plan's total asset value. The Trustee will monitor this on an ongoing basis to ensure compliance.

### **Direct investments**

Direct investments, as defined by the Pensions Act 1995, are products purchased without delegation to an investment manager through a written contract. When selecting and reviewing any direct investments, the Trustee will obtain appropriate written advice from their investment advisers.

### **Compliance**

This Statement has been prepared in compliance with the Pensions Act 1995, the Pensions Act 2004, and the Occupational Pension Schemes (Investment) Regulations 2005. Before preparing or subsequently revising this Statement, the Trustee consulted the sponsoring company and took appropriate written advice. The Statement is reviewed at least every three years, and without delay after any significant change in the investment arrangements.

**Signed: Grant Suckling**

**Signed: Scott Duncan**

**Date: 10 July 2024**

## **Appendix A – Risks, Financially Material Considerations (including ESG and climate change) and Non-Financial matters**

A non-exhaustive list of risks and financially material considerations that the Trustee has considered and sought to manage is shown below.

The Trustee adopts an integrated risk management approach. The three key risks associated within this framework and how they are managed are stated below:

<b>Risks</b>	<b>Definition</b>	<b>Policy</b>
Investment	The risk that the Plan's position deteriorates due to the assets underperforming.	<ul style="list-style-type: none"><li>• Selecting an investment objective that is achievable and is consistent with the Plan's funding basis and the sponsoring company's covenant strength.</li><li>• Investing in a diversified portfolio of assets.</li></ul>
Funding	The extent to which there are insufficient Plan assets available to cover ongoing and future liability cash flows.	<ul style="list-style-type: none"><li>• Funding risk is considered as part of the investment strategy review and the actuarial valuation.</li><li>• The Trustee will agree an appropriate basis in conjunction with the investment strategy to ensure an appropriate journey plan is agreed to manage funding risk over time.</li></ul>
Covenant	The risk that the sponsoring company becomes unable to continue providing the required financial support to the Plan.	<ul style="list-style-type: none"><li>• When developing the Plan's investment and funding objectives, the Trustee take account of the strength of the covenant ensuring the level of risk the Plan is exposed to is at an appropriate level for the covenant to support.</li></ul>

The Plan is exposed to a number of underlying risks relating to the Plan's investment strategy, these are summarised below:

Risk	Definition	Policy
Interest rates and inflation	The risk of mismatch between the value of the Plan assets and present value of liabilities from changes in interest rates and inflation expectations.	To hedge as high a percentage of these risks as is possible, given the collateral requirements of the LDI portfolio and taking into consideration the overall liquidity of the investment strategy, whilst ensuring compliance with all regulatory guidance in relation to leverage and collateral management.
Liquidity	Difficulties in raising sufficient cash when required without adversely impacting the fair market value of the investment.	To maintain a sufficient allocation to liquid assets so that there is a prudent buffer to pay members benefits as they fall due (including transfer values), and to provide collateral to the LDI manager in line with regulatory guidance.
Market	Experiencing losses due to factors that affect the overall performance of the financial markets.	To remain appropriately diversified and hedge away any unrewarded risks, where practicable.
Credit	Default on payments due as part of a financial security contract.	To diversify this risk by investing in a range of credit markets across different geographies and sectors. To appoint investment managers who actively manage this risk by seeking to invest only in debt securities where the yield available sufficiently compensates the Plan for the risk of default.
Environmental, Social and Governance	Exposure to Environmental, Social and Governance factors, including but not limited to climate change, which can impact the performance of the Plan's investments.	To appoint managers who satisfy the following criteria, unless there is a good reason why the manager does not satisfy each criteria: 1. Responsible Investment ('RI') Policy / Framework 2. Implemented via Investment Process 3. A track record of using engagement and any voting rights to manage ESG factors 4. ESG specific reporting 5. UN PRI signatory 6. UK Stewardship Code signatory The Trustee monitors the managers on an ongoing basis.
Currency	The potential for adverse currency movements to	To invest in funds that hedge the majority of currency risk as far as

	have an impact on the Plan's investments.	practically possible, except for where an active decision has been made by the Trustee not to hedge out the currency risk.
Non-financial	Any factor that is not expected to have a financial impact on the Plan's investments.	Non-financial matters are not taken into account in the selection, retention or realisation of investments.



## Appendix B

The Trustee has the following policies in relation to the investment management arrangements for the Plan:

<b>How the investment managers are incentivised to align their investment strategy and decisions with the Trustee's policies.</b>	<ul style="list-style-type: none"><li>• Where the Plan is invested in pooled funds, there is not scope for these funds to tailor their strategy and decisions in line with the Trustee's policies. However, the Trustee invests in a portfolio of pooled funds that are aligned to the strategic objective.</li><li>• The Trustee has segregated arrangements with its LDI portfolio manager, thereby allowing the investment manager to align their strategy with the Trustee's policies. This is reviewed on an ongoing basis.</li><li>• The Plan's mandates with Hayfin and Innisfree are subject to a performance related fee.</li></ul>
<b>How the investment managers are incentivised to make decisions based on assessments of medium to long-term financial and non-financial performance of an issuer of debt or equity and to engage with them to improve performance in the medium to long-term.</b>	<ul style="list-style-type: none"><li>• The Trustee reviews the investment managers' performance relative to medium and long-term objectives as documented in the investment management agreements.</li><li>• The Trustee does not incentivise the investment managers to make decisions based on non-financial performance.</li></ul>
<b>How the method (and time horizon) of the evaluation of investment managers' performance and the remuneration for their services are in line with the Trustee's policies.</b>	<ul style="list-style-type: none"><li>• The Trustee reviews the performance of all of the Plan's investments on a net of cost basis to ensure a true measurement of performance versus investment objectives.</li><li>• The Trustee evaluates performance over the time period stated in the investment managers' performance objective.</li><li>• Investment manager fees are reviewed annually to make sure the correct amounts have been charged and that they remain competitive.</li></ul>
<b>The method for monitoring portfolio turnover costs incurred by investment managers and how they define and monitor targeted portfolio turnover or turnover range.</b>	<ul style="list-style-type: none"><li>• The Trustee does not directly monitor turnover costs. However, the investment managers are incentivised to minimise costs as they are measured on a net of cost basis</li></ul>

<p><b>The duration of the Plan's arrangements with the investment managers</b></p>	<ul style="list-style-type: none"> <li>• The duration of the arrangements is considered in the context of the type of fund the Plan invests in. <ul style="list-style-type: none"> <li>○ For closed ended funds or funds with a lock-in period the Trustee ensures the timeframe of the investment or lock-in is in line with the Trustee's objectives and Plan's liquidity requirements.</li> <li>○ For open ended funds, the duration is flexible and the Trustee will from time-to-time consider the appropriateness of these investments and whether they should continue to be held.</li> </ul> </li> </ul>
<p><b>Voting Policy - How the Trustee expects investment managers to vote on their behalf</b></p>	<p>The Trustee has acknowledged responsibility for the voting policies that are implemented by the Plan's investment managers on their behalf.</p>
<p><b>Engagement Policy - How the Trustee will engage with investment managers, direct assets and others about 'relevant matters'</b></p>	<ul style="list-style-type: none"> <li>• The Trustee has acknowledged responsibility for the engagement policies that are implemented by the Plan's investment managers on their behalf.</li> <li>• The Trustee, via their investment advisers, will engage with managers about 'relevant matters' at least annually.</li> <li>• Example stewardship activities that the Trustee have considered are listed below. <ul style="list-style-type: none"> <li>○ Selecting and appointing asset managers – the Trustee will consider potential managers' stewardship policies and activities</li> <li>○ Asset manager engagement and monitoring –the Trustee assesses the voting and engagement activity of their asset managers on an ad hoc basis. The results of this analysis may feed into the Trustee's investment decision making</li> <li>○ Collaborative investor initiatives – the Trustee will consider joining/ supporting collaborative investor initiatives</li> </ul> </li> </ul>