

# *International Power Group of the Electricity Supply Pension Scheme*

## *Implementation Statement, covering 1 April 2024 to 31 March 2025 (“Group Year”)*

The Group Trustee of the International Power Group (the “Group”) of the Electricity Supply Pension Scheme is required to produce a yearly Statement setting out how, and the extent to which, the Group Trustee has followed the voting and engagement policies in its Statement of Investment Principles (“SIP”) during the year.

The Statement is also required to include a description of the voting behaviour during the year by, and on behalf of, the Group Trustee (including the most significant votes cast on behalf of the Group Trustee) and to state any use of the services of a proxy voter during that year.

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

### **1. Introduction**

No review of the SIP was undertaken during the Group Year. The last time the SIP was formally reviewed was October 2023.

The latest SIP can be found online at <https://www.engie.co.uk/ENGIE-UK-pensions>.

The Group Trustee has, in its opinion, followed the Group’s voting and engagement policies during the Group Year, by continuing to delegate to its investment managers the exercise of rights and engagement activities in relation to investments, by seeking to appoint managers that have strong stewardship policies and considering a manager’s ESG credentials during the selection, retention, and realisation of investments.

The Group Trustee took a number of steps to review the Group’s investment managers and funds over the period, as described in the following section.

### **2. Voting and engagement**

The Group Trustee has delegated to the investment managers the exercise of rights attaching to investments, including voting rights, and engagement. However, the Group Trustee takes ownership of the Group’s stewardship by monitoring and engaging with managers as detailed below.

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

Should LCP become concerned about the way in which any of the investment managers are undertaking voting and engagement, it would notify the Group Trustee and suggest a course of action to take, which may include more detailed engagement with a manager to improve its policies or possibly to review the manager. There were no significant concerns raised about any of the investment managers during the Group Year.

The Group Trustee monitors LCP’s Responsible Investment (“RI”) scores of the Group’s investment managers on a quarterly basis as part of its investment monitoring. The Group Trustee was satisfied with the results of the reviews during the Group Year and no further action was taken. The Trustee undertakes a more comprehensive review of managers’ voting and engagement practices on a periodic basis, the previous such review was in Q1 2022 and the next more comprehensive review took place following the end of the Group Year in May 2025.

The Group Trustee is supportive of the UK Stewardship Code with which they expect the managers to comply and to produce a commitment statement. Over the Group Year all of the Group’s investment managers were signatories to the UK Stewardship Code and were committed to the UN Principles for Responsible Investment.

Following the introduction of DWP's guidance, the Group Trustee agreed to set stewardship priorities to focus monitoring and engagement with their investment managers on specific ESG factors. The Directors decided to adopt 3 priorities, which are climate change, corporate transparency and business ethics. These priorities were selected as the Group Trustee believes that they reflect key market-wide risks and are areas where good stewardship and engagement can improve long-term financial outcomes for the Group's members. The Group Trustee communicated these priorities to its managers and informed the managers of its expectations in relation to ESG and stewardship in Q2 2023. The priorities were reviewed after the Group Year end in May 2025, and no changes were made to the priorities.

Additionally, the Group Trustee received quarterly updates on ESG and Stewardship related issues from LCP, to ensure they remained up to date on the latest developments in the area.

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

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

The Group Trustee's holdings in listed equities are held via a pooled fund. The Group Trustee is not able to direct how votes are exercised for those equities held in pooled funds and the Group Trustee itself has not used proxy voting services over the year. All voting is carried out by the investment managers.

In this section we have sought to include relevant voting data on the mandate used by the Group that held equities over the Group Year, which is the L&G Low Carbon Transition Developed Equity Index Fund.

In addition to the above, the Group Trustee's investment adviser, LCP, contacted the Group's other asset managers. None of the other pooled funds that the Group invested in over the Group Year held any assets with voting opportunities.

Please note this does not include the AVC investments, as these assets are not considered significant in size, in relation to the overall investments of the Group.

#### 3.1 Description of the voting processes

For assets with voting rights, the Group Trustee relies on the voting policies which its managers have in place.

##### L&G

L&G's voting and engagement activities are driven by its ESG professionals and their assessment of the requirements in these areas. L&G seeks to achieve the best outcome for all its clients. L&G's voting policies are reviewed annually and take into account feedback from clients. Every year, L&G holds a stakeholder roundtable event where clients and other stakeholders are invited to express their views directly to the members of the Investment Stewardship team. The views expressed by attendees during this event form a key consideration as they continue to develop their voting and engagement policies and define strategic priorities in the years ahead. L&G also take into account client feedback received at regular meetings and/ or ad-hoc comments or enquiries.

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

The Investment Stewardship team use third parties to augment their own research and proprietary ESG assessment tools when making specific voting decisions.

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

L&G retains the ability in all markets to override any vote decisions, which are based on its custom voting policy. This may happen where engagement with a specific company has provided additional information (for example

from direct engagement, or explanation in the annual report) that allows L&G to apply a qualitative overlay to its voting judgement. It has strict monitoring controls to ensure its votes are fully and effectively executed in accordance with its voting policies by the service provider. This includes a regular manual check of the votes inputted into the platform, and an electronic alert service to inform L&G of rejected votes which require further action.

### 3.2 Summary of voting behaviour over the Group Year

Manager and Fund name	L&G Low Carbon Transition Developed Markets Equity Index Fund
Total size of fund at end of reporting period	£2.0bn
Value of Group assets at end of reporting period (£ / % of total assets)	£11.1m/ 4.6%
Number of equity holdings at end of reporting period	1,341
Number of meetings eligible to vote	1,527
Number of resolutions eligible to vote	21,428
% of resolutions voted	99.5%
Of the resolutions on which voted, % voted with management	78.2%
Of the resolutions on which voted, % voted against management	21.3%
Of the resolutions on which voted, % abstained from voting	0.5%
Of the meetings in which voted, % with at least one vote against management	78.9%
Of the resolutions on which voted, % voted contrary to recommendation of proxy advisor	15.9%

### 3.3 Most significant votes over the Group Year

Commentary on the most significant votes over the period, from the Group's asset manager who holds listed equities, is set out below. The Group Trustee has reported on the significant votes that were most relevant to its stewardship priorities.

Given the large number of votes which are cast by managers during every Annual General Meeting season, the timescales over which voting takes place as well as the resource requirements necessary to allow this, the Group Trustee did not identify significant voting ahead of the reporting period. Instead, the Group Trustee has retrospectively created a shortlist of most significant votes by requesting the manager provide a shortlist of votes, which comprises a minimum of ten most significant votes, and suggested the manager could use the Pension and Lifetime Savings Association (PLSA) criteria for creating this shortlist.

The Group Trustee has interpreted "significant votes" to mean those that align with the stewardship priorities (climate change, corporate transparency and business ethics).

#### L&G Low Carbon Transition Developed Markets Equity Index Fund

- **The Boeing Company, May 2024. Vote: For (against management recommendation). Outcome of the vote: Against**

**Summary of the resolution:** Resolution 6 – Report on Median and Adjusted Gender/Racial Pay Gaps

**Rationale:** A vote in favour is applied as LGIM expects companies to disclose meaningful information on its gender pay gap and the initiatives it is applying to close any stated gap.

**Criteria against which this vote has been assessed as "most significant":** This shareholder resolution is considered significant due to the relatively high level of support received.

**Stewardship priority:** Corporate Transparency

- **Bank of America Corporation, April 2024. Vote: For (against management recommendation). Outcome of the vote: Against**

**Summary of the resolution:** Resolution 7 – Report on Clean Energy Supply Financing Ratio

**Rationale:** L&G believes that banks and financial institutions have a significant role to play in shifting financing from 'brown' to funding the transition to 'green'. L&G expects the company to be undertaking appropriate analysis and reporting on climate change matters, as they consider this issue to be a material risk to companies.

**Criteria against which this vote has been assessed as “most significant”:** L&G considers this vote to be significant as they pre-declared the intention to support the proposal.

**Stewardship priority:** Climate change

- **Microsoft Corporation, December 2024. Vote: For (against management recommendation). Outcome of the vote: Against**

**Summary of the resolution:** Resolution 9 - Report on AI Data Sourcing Accountability

**Rationale:** L&G notes that Microsoft is facing increased legal and reputational risks related to copyright infringement associated with its data sourcing practices. While the company has strong disclosures on its approach to responsible AI and related risks, L&G believes that shareholders would benefit from greater attention to risks related to how the company uses third-party information to train its large language models.

**Criteria against which this vote has been assessed as “most significant”:** L&G considers this vote to be significant due to the relatively high level of support received.

**Stewardship priority:** Business ethics

L&G stated that it will continue to engage with its investee companies, publicly advocate its position on the above issues, and monitor company and market-level progress.