

**Haynes Group Limited Retirement Benefits Scheme
Implementation Statement
Year Ending 30 June 2025**

Glossary

ESG	Environmental, Social and Governance
Investment Adviser	First Actuarial LLP
Scheme	Haynes Group Limited Retirement Benefits Scheme
Scheme Year	01 July 2024 to 30 June 2025
SIP	Statement of Investment Principles
UNPRI	United Nations Principles for Responsible Investment

Introduction

This Implementation Statement reports on the extent to which, over the Scheme Year, the Trustees have followed their policy relating to the exercise of rights (including voting rights) attaching to the Scheme’s investments. In addition, the Implementation Statement summarises the voting behaviour of the Scheme’s investment managers and includes details of the most significant votes cast and the use of the services of proxy voting advisers.

In preparing this statement, the Trustees have considered guidance from the Department for Work & Pensions which was updated on 17 June 2022, as well as the expectations set out in the General Code of Practice.

Relevant investments

The Scheme’s assets are invested in pooled funds and some of those funds include an allocation to equities. Where equities are held, the investment manager has the entitlement to vote.

At the end of the Scheme Year, the Scheme invested in the Troy Trojan Fund which included an allocation to equities.

The Scheme also held other funds with exposure to equity markets during the Scheme year, but by the end of the Scheme Year, these had been removed from the Scheme’s investment strategy. Consequently, the Trustees could not take any action even if a review of the voting records of the previously held funds identified any concern. For this reason, the Trustees have only analysed the relevant fund that continued to be held at the Scheme Year end.

The Trustees' policy relating to the exercise of rights

Summary of the policy

The Trustees' policy in relation to the exercise of rights (including voting rights) attaching to the investments is set out in the SIP. The SIP was updated during the Scheme year to reflect changes made to the Scheme's investment strategy. A summary of this wording is as follows:

- The Trustees believe that good stewardship can help create, and preserve, value for companies and markets as a whole.
- The Trustees invest in pooled investment vehicles and therefore accept that ongoing engagement with the underlying companies (including the exercise of voting rights) will be determined by an investment manager's own policies on such matters.
- When selecting a fund, the Trustees consider amongst other things, the investment manager's policy in relation to the exercise of the rights (including voting rights) attaching to the investments held within the fund.
- When considering the ongoing suitability of an investment manager, the Trustees (in conjunction with their Investment Adviser) will take account of any particular characteristics of that manager's engagement policy that are deemed to be financially material.
- The Trustees will normally select investment managers who are signatories to the UN Principles for Responsible Investment (UNPRI).
- If it is identified that a fund's investment manager is not engaging with companies the Trustees may look to replace that fund. However, in the first instance, the Trustees would normally expect their Investment Adviser to raise the Trustees' concerns with the investment manager.

Has the policy been followed during the Scheme Year?

The Trustees' opinion is that their policy relating to the exercise of rights (including voting rights) attaching to the investments has been followed during the Scheme Year. In reaching this conclusion, the following points were taken into consideration:

- There has been no change to the Trustees' belief regarding the importance of good stewardship.
- The Scheme's invested assets remained invested in pooled funds over the period.

- During the Scheme Year, the Trustees introduced an allocation to the M&G Total Return Credit Investment Fund and funds from Insight's LDI Partially Funded Gilt and LDI Partially Funded Index-Linked Gilt ranges. The Trustees considered the ESG characteristics of these funds before selecting them but, because the funds do not include allocations to equities, consideration of the exercise of voting rights was not relevant.
- In addition, during the Scheme Year, the Trustees introduced an allocation to the Troy Trojan Fund. This fund was not regularly researched by the Investment Adviser, therefore voting information was not available at the time of selecting the fund. However, the Trustees have subsequently given consideration to the investment manager's approach towards the exercise of voting rights (and this has not raised any material concerns).
- During the Scheme Year, the Trustees considered the voting records of the investment manager over the period ending 30 June 2024.
- Since the end of the Scheme Year, an updated analysis of the voting records of the investment manager based on the period ending 30 June 2025* has been undertaken as part of the work required to prepare this Implementation Statement. A summary of the key findings from that analysis is provided below.
- The investment managers used by the Scheme are signatories to the UNPRI.

**Note the voting analysis was over the year ending 30 June 2025 because this was the most recent data available at the time of preparing this statement. The Trustees are satisfied that the analysis provides a fair representation of the investment manager's voting approach over the Scheme Year.*

The investment manager's voting record

A summary of the investment manager's record is shown in the table below.

Investment Manager	Number of votes	Split of votes:		
		For	Against / withheld	Did not vote/ abstained
Troy	1,600	93%	6%	1%

Notes

These voting statistics are based on the manager's full voting record over the 12 months to 30 June 2025 rather than votes related solely to the funds held by the Scheme.

Use of proxy voting adviser

Investment Manager	Who is their proxy voting adviser?	How is the proxy voting adviser used?
Troy	ISS	Proxy voting adviser used for research and administration. However, voting decisions ultimately remain in-house.

The investment manager's voting behaviour

The Trustees have reviewed the voting behaviour of the investment manager by considering the following:

- broad statistics of its voting record such as the percentage of votes cast for and against the recommendations of boards of directors (i.e. "with management" or "against management");
- the votes it cast in the year to 30 June 2025 on the most contested proposals in nine categories across the UK, the US and Europe;
- the investment manager's policies and statements on the subjects of stewardship, corporate governance and voting.

The Trustees have also compared the voting behaviour of the investment manager with its peers over the same period.

Further details of the approach adopted by the Trustees for assessing voting behaviour is provided in the Appendix.

The Trustees' key observations are set out below.

Voting in significant votes

Based on information provided by the Trustees' Investment Adviser, the Trustees have identified significant votes in nine separate categories. The Trustees consider votes to be more significant if they are closely contested. i.e. votes closer to a 50:50 split for and against. A closely contested vote indicates that shareholders considered the matter to be significant enough that it should not be simply "waved through". In addition, in such a situation, the vote of an individual investment manager is likely to be more important in the context of the overall result.

The five most significant votes in each of the nine categories based on shares held by the Scheme's investment manager are listed in the Appendix. The Trustees note that Troy participated in relatively few votes over the year. Therefore, some of the votes that are deemed to be significant in the Appendix are less closely contested than might be expected if the manager had participated in more votes.

In addition, the Trustees considered the investment manager's overall voting record in significant votes (i.e. votes across all stocks not just the stocks held within the fund used by the Scheme).

Analysis of voting behaviour

The Net Zero Asset Managers initiative ("NZAM") brings together asset managers committed to the goal of achieving net-zero greenhouse gas emissions by 2050 as per the Paris Climate Agreement. In January 2025, following announcements of some managers exiting the agreement, NZAM announced a review of their overarching policies, which is ongoing.

The Trustees have considered their manager's approach to NZAM as part of this analysis.

Troy

As noted in the section above, the Trustees note that Troy participated in relatively few votes over the year. This made it difficult to draw firm conclusions about its overall voting behaviour. However, based on the limited data available, the manager appears to display a high tendency to hold directors to account on votes, particularly relating to the reappointment of auditors. The manager has also remained committed to NZAM.

Troy seems to be generally supportive of shareholder proposals in its attempt to tackle governance issues, however, is less supportive of shareholder proposals looking to tackle social issues.

Conclusion

Based on the analysis undertaken, the Trustees have no material concerns regarding the voting records of Troy.

Approved by Simon Byrne on 18/11/2025

For and on behalf of the Trustees of the Haynes Group Limited Retirement Benefits Scheme

Significant votes

The table below records how the Scheme's investment manager voted in the most significant votes identified by the Trustees.

Company	ISIN	Meeting Date	Proposal	Votes For (%)	Votes Against (%)	Troy
Audit & Reporting						
LVMH (MOET HENNESSY - LOUIS VUITTON) SE	FR0000121014	17/04/2025	Approve the Audit Report	83	17	For
AGILENT TECHNOLOGIES INC	US00846U1016	13/03/2025	Appoint the Auditors	90	9	Against
ADOBE INC	US00724F1012	22/04/2025	Appoint the Auditors	90	9	Against
NESTLE SA	CH0012056047	16/04/2025	Approve Non-Financial Statements	90	8	For
VERISIGN INC	US92343E1029	22/05/2025	Appoint the Auditors	93	7	For
Shareholder Capital & Rights						
Pay & Remuneration						
Constitution of Company, Board & Advisers						
Merger, Acquisition, Sales & Finance						
Climate Related Proposals						
Other Company Proposals						
Governance & Other Shareholder Proposals						
ADOBE INC	US00724F1012	22/04/2025	Golden Parachutes	47	51	For
ALPHABET INC	US38259P5089	06/06/2025	Equal Shareholder Voting	31	69	Against
Environmental & Socially Focussed Shareholder Proposals						
MICROSOFT CORPORATION	US5949181045	10/12/2024	Report on AI Data Sourcing Accountability	35	61	For
ALPHABET INC	US38259P5089	06/06/2025	Human Rights Impact Assessment of AI-Driven Targeted Ad Policies	14	85	For
CHUBB LIMITED	KYG0070K1031	15/05/2025	Scope 3 Greenhouse Gas Emissions Reporting	14	85	Against
AMERICAN EXPRESS COMPANY	US0258161092	29/04/2025	Civil Liberties in Advertising Services	1	98	Against
VISA INC	US92826C8394	28/01/2025	Requesting a Report on Policy on Merchant Category Codes	1	98	Against

Note

In the table above, reliance is placed on periodic stock holding information to identify votes relevant to the Scheme. This means it is possible that some of the votes listed above may relate to companies that were not held within a pooled fund at the date of the vote. Equally, it is possible that there are votes not included above which relate to companies that were held within a fund at the date of the vote.

The Scheme did not hold certain companies where vote proposals were deemed to be significant, hence some of the rows in the table above are blank.

Methodology for determining significant votes

The methodology used to identify significant votes for this statement uses an objective measure of significance: the extent to which a vote was contested - with the most significant votes being those which were more closely contested than other votes.

The Trustees believe that this is a good measure of significance because, firstly, a vote is likely to be contentious if it is finely balanced, and secondly, in voting on the Trustees' behalf in a finely balanced vote, an investment manager's action will have more bearing on the outcome.

If the analysis were to rely solely on identifying closely contested votes, there is a chance many votes would be on similar topics which would not help to assess an investment manager's entire voting record. Therefore, the assessment incorporates a thematic approach; splitting votes into nine separate categories and then identifying the most closely contested votes in each of those categories.

A consequence of this approach is that the number of significant votes is large. This is helpful for assessing a manager's voting record in detail but it presents a challenge when summarising the significant votes in this statement. Therefore, for practical purposes, the table on the previous page only includes summary information on each of the significant votes.

The Trustees have not provided the following information which DWP's guidance suggests could be included in an Implementation Statement:

- Approximate size of the Scheme's holding in the company as at the date of the vote.
- If the vote was against management, whether this intention was communicated by the investment manager to the company ahead of the vote.
- An explanation of the rationale for the voting decision, particularly where: there was a vote against the board; there were votes against shareholder proposals; a vote was withheld; or the vote was not in line with voting policy.
- Next steps, including whether the investment manager intends to escalate stewardship efforts.

The Trustees are satisfied that the approach used ensures that the analysis covers a broad range of themes and that this increases the likelihood of identifying concerns about a manager's voting behaviour. The Trustees have concluded that this approach provides a more informative assessment of an investment manager's overall voting approach than would be achieved by analysing a smaller number of votes in greater detail.

Investment manager's voting policy

For more information concerning the investment manager's voting policy and rationale, please visit the below hyperlink.

[Troy](https://www.taml.co.uk/wp-content/uploads/2023/12/Troy-Voting-Policy-General-Voting-Guidelines.pdf) <https://www.taml.co.uk/wp-content/uploads/2023/12/Troy-Voting-Policy-General-Voting-Guidelines.pdf>