

# RESPONSIBLE INVESTING POLICY

## INTRODUCTION

CC&L's primary focus is on delivering on our clients' performance objectives. Our investment strategies are rooted in rigorous research, executed through disciplined investment and risk management processes. Consistent with our fiduciary duty, all environmental, social and governance (ESG) factors are taken into account to the extent we believe they have a material impact on risk and/or return.

## RESPONSIBLE INVESTING BELIEFS

We believe that, all else equal, companies with sound business practices, including appropriate attention to environmental issues, social practices and corporate governance, are more likely to outperform those without. More specifically, we believe that companies that are attentive to climate change, diversity and inclusion, human capital management, and board structure will have better long-term financial outcomes than those that ignore these issues.

We believe that, all else equal, companies with unsustainable ESG practices are likely to be subject to a higher cost of capital and operational risk.

We believe that, all else equal, the impact of ESG practices on the outlook for risk and return generally increases with investment horizon.

We believe that ESG best practices and regulations can differ across individual issuers, industries, sectors, and regions and our ESG approach should reflect these differences.

We believe that addressing issues relating to ESG through our research, assessment of risk and opportunities, engagement activities and proxy voting is preferable to simply divesting of or screening out securities from our investable universe.

We believe that we can best advocate for greater attention to ESG issues in our investable universe by participating in and supporting relevant coalitions, such as the Canadian Coalition for Good Governance, the UN-backed Principles for Responsible Investment (PRI), Climate Engagement Canada and various industry initiatives.

We believe that we have a responsibility to advocate for the integrity of capital markets by supporting policies that advocate for greater transparency and promote sustainable business practices.

## GOVERNANCE

### Board of Directors

The CC&L Board of Directors ("Board") has ultimate responsibility for our approach to responsible investing ("RI").

### ESG Committee

The ESG Committee ("Committee") was created to oversee all ESG activities in support of the firm's RI agenda and to make recommendations to the Board within the scope of the Committee's mandate, which is reviewed and updated by the Board periodically. The Committee reports directly to the Board and is responsible for the day-to-day oversight, management, and communication of the firm's approach to RI. The composition of the Committee was purposefully created in order to facilitate the flow of information between the Committee and the investment teams, as well as to foster dialogue across investment teams. The Committee's Terms of Reference set out details on the Committee's mandate and structure and is reviewed and updated by the Board periodically.

## **Investment Risk Management Committee**

CC&L's Investment Risk Management Committee is responsible for risk oversight of the firm's investments. This committee reviews ESG risk reports for our equity portfolios on a monthly basis.

## **Conflicts of Interest**

Conflicts of interest are disclosed in CC&L's Corporate Governance Manual. As per the Manual, the Board has adopted the CFA Asset Manager Code of Conduct, a voluntary code designed to be broadly adopted within the industry for managers seeking to adhere to sound ethical practice. The Code applies to all personnel and requires disclosure of conflicts of interest generated by any relationships.

## **ESG INTEGRATION**

Each of CC&L's investment teams is responsible for the integration of ESG factors, including those related to climate, into their investment process. CC&L has adopted the PRI definitions of ESG. Our approach to integrating ESG factors into each team's investment process reflects the set of RI beliefs set out in the first section of this document.

While CC&L believes that the integration of ESG risks and opportunities in our investment approach is preferable to divesting or screening out companies from our investment universe, CC&L manages some client-directed mandates which incorporate ESG restrictions.

### **Fundamental Equity Investment Process**

The Fundamental Equity team ("FE team") integrates ESG factors into its research using both a top-down and bottom-up approach. From a top-down perspective, the FE team considers longer-term secular themes, such as climate change, income inequality and demographic shifts, and incorporates these views into both stock specific research and portfolio tilts. These themes can reflect risks and/or opportunities.

From a bottom-up perspective, the FE team takes into account ESG considerations through its research, target price analysis, engagements with management and/or members of the board of directors, and proxy voting. The team relies on internal research, which is augmented by proprietary tools such as its sector materiality matrix and external research, such as ESG scores and controversy data. To the extent that there is a material financial implication (positive or negative) over the investment time horizon of the strategy, the team will reflect this in its financial forecasts and target price analysis. They will also use this information to inform their proxy voting decisions and to prioritize additional engagement activity. The FE team shares the quantitative model's risk parameters, which adds another element of ESG integration into their process, as ESG factors are integrated into the CC&L quantitative process.

### **Quantitative Equity Investment Process**

CC&L's Quantitative Equity team ("Q team") integrates ESG factors using MSCI data into its investment process as systematic risk factors, as well as predictors of stock-specific risk. In addition, MSCI carbon data is used to manage carbon exposures for all quantitative strategies. The Q team is committed to undertaking ongoing ESG research with the objective of improving the quantitative model's forecasts of risk and/or return.

### **Fixed Income Investment Process**

The Fixed Income team ("FI team") integrates ESG considerations into its investment process. In addition to its own internal research, the team draws on external research, such as ESG controversy data, and uses proprietary tools such as its sector materiality matrix to better uncover and understand any material ESG issues. The analysis may include an issuer's relative preparedness in adapting to the demands of climate change, the quality of management, the strength of the company's governance model, labour practices and any other ESG risks. The team will adjust the spread forecast for an issuer where the research indicates that an ESG issue may have a material impact on the issuer's credit fundamentals within the investment forecast horizon.

## CLIMATE CHANGE

CC&L believes that it is imperative to recognize the risks and opportunities resulting from climate change in our approach to RI. That said, we also recognize that many of the risks associated with climate change are long-term in nature and in many instances, outside of the time horizon of our investment processes. For that reason, our strategy focuses on both our integration activities, which tend to reflect a shorter-term time horizon and our stewardship activities which reflect longer term advocacy. For further details, please see CC&L's Climate-related Disclosure Report.

## STEWARDSHIP AND ENGAGEMENT

Stewardship and engagement refers to the actions that CC&L undertakes with companies, regulators, and other stakeholders in consideration of the best interests of our clients' investments. CC&L's approach to stewardship and engagement is covered in CC&L's Stewardship and Engagement Policy.

## VOTING RIGHTS

CC&L has a fiduciary duty to vote proxies both in a timely manner and in the best interests of our clients. The central tenet of our proxy voting policy is that good corporate governance enhances long-term shareholder value. CC&L's approach to proxy voting is covered in CC&L's Voting Rights Policy.

## AFFILIATIONS

CC&L is a member and/or supporter of various domestic and global industry organizations. These affiliations may complement our independent stewardship and engagement efforts, may provide opportunities to expand our knowledge of ESG issues, gain access to experts and educational content or otherwise further our understanding of best practices as they relate to ESG. Our participation in these initiatives and organizations is approved by the Board. The following lists some of CC&L's affiliations:

- Canadian Coalition for Good Governance (CCGG)
- Climate Engagement Canada (CEC)
- International Corporate Governance Network (ICGN)
- Principles for Responsible Institutional Investors (Japan's Stewardship Code)
- Principles For Responsible Investing (PRI)
- Responsible Investing Association of Canada (RIA)
- Task Force on Climate-Related Financial Disclosures (TCFD)

## ADVOCACY

CC&L believes that we have a responsibility to advocate for the sustainability and integrity of capital markets. We believe that certain ESG issues are best addressed through regulation and public policy. We will advocate in areas where we believe we have expertise or unique insight that can assist in the formulation of public policy. Our advocacy activities are approved by the Board.

## DISCLOSURE

CC&L's framework for ESG reporting and disclosures is set out by the ESG Committee in accordance with directives from the Board and reflects the needs of our clients and any legal requirements.

### **United Nations Principles for Responsible Investment**

As a signatory to the UN-backed PRI, we report on our ESG related activities in accordance with the PRI reporting framework. Our PRI Transparency Reports are available on our website.

### **Proxy Voting**

Our proxy voting records are provided to clients quarterly and additional details are made available upon request.

### **Climate-Related Disclosure**

Our Climate-Related Disclosures Report outlines how climate-related risks and opportunities are measured and managed in our investment process. This report further reinforces our support as endorsers of the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD) and as members of Climate Engagement Canada (CEC). This report is available on our website.

Portfolio carbon footprints data are currently included in quarterly client reporting for long-only mandates.

### **Responsible Investing Update**

CC&L reports annually on the firm's ESG initiatives and provides highlights on our active ownership activities in our Responsible Investing Updates. This report is available on our website.

### **Responsible Investing Policies**

All of our RI policies are reviewed annually and available to clients as part of the annual communication of our governance documents, and are also available on our website.