



PRI REPORTING FRAMEWORK 2019 – SERVICE PROVIDERS Active Ownership Services (AOS)

2018

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Understanding this document

In addition to the detailed indicator text and selection options, in each module of the PRI Reporting Framework, you can find information that will help you to identify which indicators are relevant for your organisation.

Top bar

Key information about each indicator is highlighted in the top bar, including the indicator status (mandatory or voluntary) and the purpose of the indicator.

<i>xxx 01</i>	Indicator status MANDATORY	Purpose GATEWAY
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Indicator status

MANDATORY
MANDATORY TO REPORT VOLUNTARY TO DISCLOSE
VOLUNTARY

Mandatory indicators reflect core practices. These responses will be made public and must be completed to submit the framework.

Some indicators are mandatory to complete but voluntary to disclose. These indicators may determine which subsequent indicators are applicable or are used for peering, but they may also contain commercially sensitive information.

Voluntary indicators reflect alternative or advanced practices. These indicators are voluntary to report and disclose.

Purpose

Gateway



The responses to this indicator 'unlock' other indicators within a module if they are relevant for your organisation. Please refer to the logic box for more information.

Peering



These indicators are used to determine your peer groups for assessment purposes.

Underneath the indicator

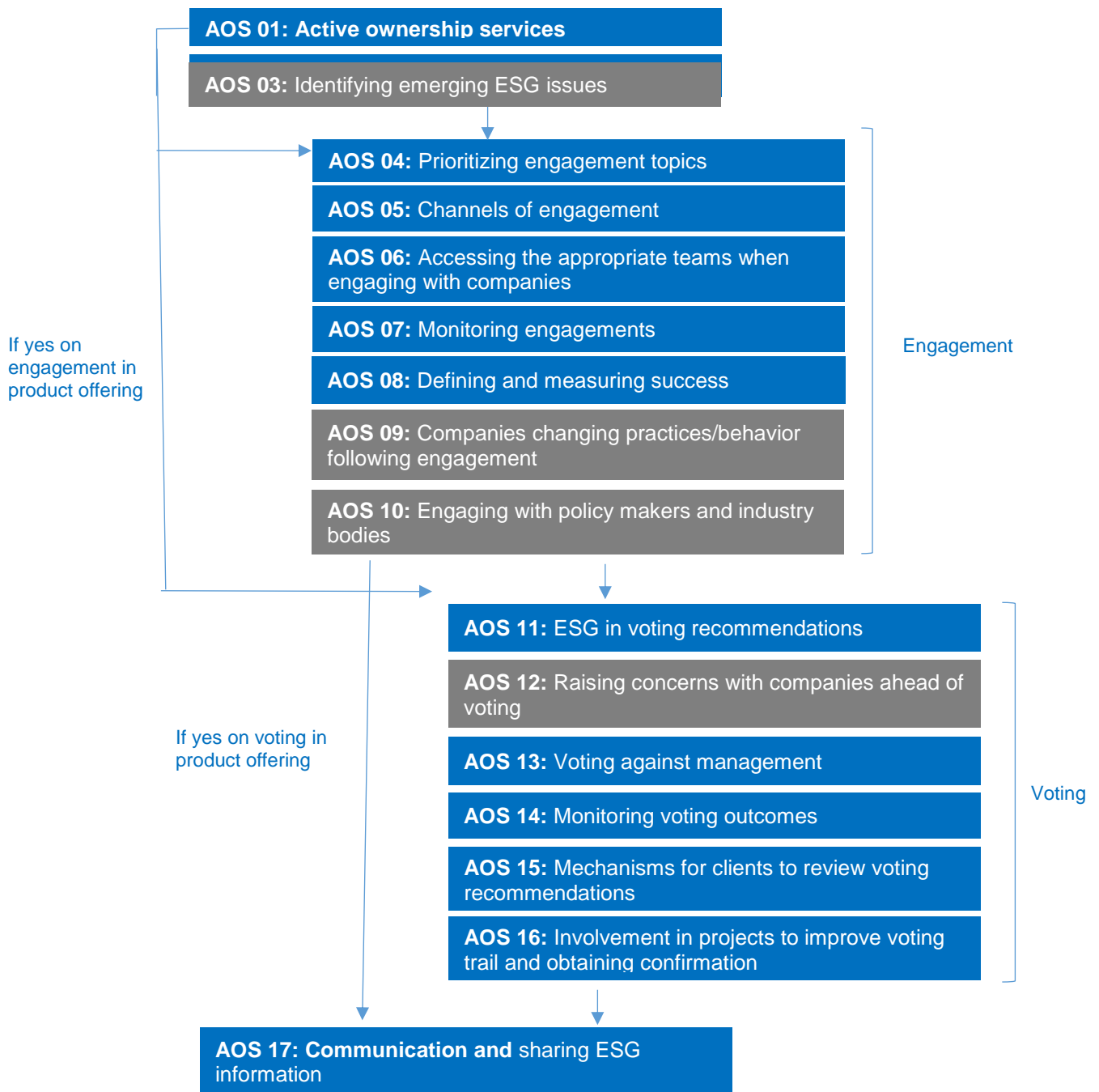
Underneath the indicator, you can find the explanatory notes and definitions that contain important information on interpreting and completing the indicators. Read the logic box to make sure an indicator is applicable to you.

xxx 01	EXPLANATORY NOTES
xxx 01.1	This provides guidance on how to interpret the sub-indicators, including examples of what could be reported.
xxx 01.2	
LOGIC	
xxx 01	This explains when this indicator is applicable and/or if it has an impact on subsequent indicators. If there is no logic box, the indicator is always applicable and does not affect other indicators.
xxx 01	DEFINITIONS
xxx 01	Specific terms that are used in the indicator are defined here.

Table of Contents

Understanding this document	2
Table of Contents	3
Preface	5
Active ownership services	6
Engagement	9
Voting	18
Communication and sharing ESG information	24

Pathways through the module



Preface

The information reported in this module will enable your stakeholders to understand your organisation's overarching approach to responsible investment. You will be able to report on your voting and engagement practices and how you factor ESG into these processes.

Summary of updates

Indicator	Update
AOS 04	AOS 04.1 has been reworded
AOS 05	AOS 05.1 has been reworded and additional options have been added.
AOS 06	AOS 06.1 options have been reworded and an additional indicator has been added.
AOS 07	AOS 07.1 options have been reworded and additional options have been added.
AOS 12	AOS 12.1 has been reworded and an additional indicator has been added.
AOS 13	AOS 13.1 has been reworded and an additional indicator has been added.

For a detailed description of changes, please see [here](#).

SECTION

Active ownership services

AOS 01	Indicator status MANDATORY	Purpose GATEWAY
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AOS 01	INDICATOR
AOS 01.1	Indicate which active ownership services are part of your business offerings. Tick all that apply. <input type="checkbox"/> Engagement <input type="checkbox"/> Voting
AOS 01.2	Indicate which markets your organisation covers. <input type="checkbox"/> Developed markets <input type="checkbox"/> Emerging markets
AOS 01.3	Additional information [OPTIONAL]

AOS 01	EXPLANATORY NOTES
AOS 01.1	This module differentiates active ownership services through two categories: 1) engaging on behalf of clients through meetings, calls, site visits etc. and/or providing support to clients to facilitate such activities 2) providing recommendations for voting decisions, and/or executing voting on behalf of clients.
LOGIC	
AOS 01.1	AOS 04-10 will be applicable if you reported that engagement is part of your business offerings. AOS 11-16 will be applicable if your reported that voting is part of your business offerings.

AOS 01	DEFINITIONS
Engagement	Engagement refers to interactions between the service provider and current or potential investees (which may be companies, governments, municipalities, etc.) on ESG issues on behalf of investor clients. Engagements are undertaken to influence (or identify the need to influence) ESG practices and/or improve ESG disclosure.
(Proxy) voting and shareholder resolutions	Voting refers to voting on management and/or shareholder resolutions as well as filing shareholder resolutions on behalf of clients.

AOS 02	Indicator status MANDATORY	Purpose DESCRIPTIVE
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AOS 02	INDICATOR
AOS 02.1	<p>Indicate where you acquire your ESG data and information</p> <ul style="list-style-type: none"> <input type="checkbox"/> Regulatory sources <input type="checkbox"/> Information from stakeholders and NGOs <input type="checkbox"/> In-person meetings or calls with company, industry, municipality or government representatives <input type="checkbox"/> Media reporting (including social media, blogs and similar) <input type="checkbox"/> Primary data (self-reported from companies or other organisations) <input type="checkbox"/> Secondary data (from ESG research provider databases) <input type="checkbox"/> Other, specify (1)_____ <input type="checkbox"/> Other, specify (2)_____ <input type="checkbox"/> Other, specify (3)_____
AOS 02.2	<p>Describe how this information is used in your product/service offerings.</p>
AOS 02.3	<p>Additional information [OPTIONAL]</p>

AOS 03	EXPLANATORY NOTES
AOS 02.1	<p>This indicator allows you to demonstrate the range of ESG sources that you normally consider and include in your ESG universe. ESG data/universe refers to the data you use to define your engagement activities and (proxy) voting recommendations.</p>

AOS 03	Indicator status VOLUNTARY	Purpose DESCRIPTIVE
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AOS 03	INDICATOR	
AOS 03.1	Indicate whether you identify emerging ESG issues.	
	<input type="radio"/> Yes	<input type="radio"/> No
AOS 03.2	Describe how you identify emerging ESG issues.	
AOS 03.3	Describe some of the emerging ESG issues you have identified in this process.	
AOS 03.4	Additional information	

AOS 03	EXPLANATORY NOTES	
AOS 03	This indicator allows you to report on whether and how you seek out emerging ESG issues that might influence and support your active ownership services and keep you current on the latest developments in the industry.	
	Actions may include consulting with clients, monitoring various markets and the ESG landscape, conducting research, and consulting with various stakeholder groups.	
AOS 03.1	AOS 03.2 – 03.3 will become applicable if you report ‘Yes’.	

SECTION

Engagement

AOS 04	Indicator status MANDATORY	Purpose DESCRIPTIVE
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AOS 04	INDICATOR
AOS 04.1	Describe how you select priority engagement topics to raise with companies and how you involve your clients in this process.
AOS 04.2	Describe how you define the objectives and milestones of the engagements and how you involve your clients in this process.
AOS 04.3	Additional information [OPTIONAL]

AOS 04	EXPLANATORY NOTES
AOS 04.1	<p>This indicator allows you to describe the criteria you use to identify and prioritise engagement issues. You should also report on how you ensure to involve clients in this process.</p> <p>You may also wish to include information on whether your organisation typically engages with companies across ESG factors, or whether your business model typically focuses more on either E, S, and/or G factors when prioritizing engagement issues.</p>
AOS 04.2	<p>This indicator will allow you to demonstrate to what extent you ensure that engagement activities have clearly defined objectives and milestone, and the processes you have in place to form these objectives. You should also report on how you ensure to involve clients in this process.</p>

AOS 05	Indicator status MANDATORY	Purpose DESCRIPTIVE
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AOS 05	INDICATOR	
AOS 05.1	Indicate what channels you use to engage. Tick all that apply and indicate the frequency with which you typically use the channels.	
	Engagement type	Frequency
	<input type="checkbox"/> Letters and e-mails	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases
	<input type="checkbox"/> Meetings and/or calls with board/senior management	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases
	<input type="checkbox"/> Meetings and/or calls with the CSR, IR or other management	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases
	<input type="checkbox"/> Visits to operations	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases
	<input type="checkbox"/> Visits to supplier(s) from the company's supply chain	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases
	<input type="checkbox"/> Other (1), specify_____	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases
	<input type="checkbox"/> Other (2), specify_____	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases
<input type="checkbox"/> Other (3), specify_____	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases	
AOS 05.2	Describe your typical execution method.	

AOS 05.3	Additional information [OPTIONAL]
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AOS 05	EXPLANATORY NOTES
AOS 05.2	Describe how you engage with companies. Describe the typical channel or the combination of channels you use for a typical engagement, and the steps you take as part of the engagement.

AOS 06	Indicator status MANDATORY	Purpose DESCRIPTIVE
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AOS 06	INDICATOR	
AOS 06.1	Indicate from the options below the employee at the companies you typically engage with.	
	<i>Employee level</i>	<i>Frequency</i>
	<input type="checkbox"/> Board members	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases
	<input type="checkbox"/> Corporate secretary/general counsel	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases
	<input type="checkbox"/> CEOs	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases
	<input type="checkbox"/> Other C-level staff or heads of departments	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases
	<input type="checkbox"/> Investor relations-teams	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases
	<input type="checkbox"/> Sustainability/CSR team members	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases
	<input type="checkbox"/> Non-management employees	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases
	<input type="checkbox"/> Other, specify (1)_____	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases
<input type="checkbox"/> Other, specify (2)_____	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases	

	<input type="checkbox"/> Other, specify (3)_____	<input type="radio"/> In minority of cases <input type="radio"/> In majority of cases <input type="radio"/> In all cases
AOS 06.2	Describe how you ensure the client's rationale and engagement objectives are being communicated clearly to the company at the beginning and during the dialogue phase.	
AOS 06.3	Describe the escalation strategies you take (or suggest that your clients take) when the engagement objectives are not achieved.	
AOS 06.4	Additional information [OPTIONAL]	

AOS 06	EXPLANATORY NOTES
AOS 06	This indicator allows you to demonstrate how you ensure the quality and effectiveness of engagement with the relevant company. You are encouraged to describe the processes you have in place to ensure the relevant people from the company you are engaging with are being included in the engagements.
AOS 06.3	Your response may include escalation strategies that are in response to companies not responding and/or becoming unengaged.
AOS 06.4	You may also provide information on how you adapt your engagement style depending on the market, country and/or region you engage in: e.g. how you take certain cultural or structural contexts into consideration.

AOS 07	Indicator status MANDATORY	Purpose DESCRIPTIVE
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AOS 07	INDICATOR
AOS 07.1	<p>Indicate how you monitor the progress of engagements.</p> <ul style="list-style-type: none"> <input type="checkbox"/> Define timelines/milestones for your objectives <input type="checkbox"/> Track and/or monitor progress against defined objectives <input type="checkbox"/> Track and/or monitor progress of actions taken when original objectives are not met <input type="checkbox"/> Review and, if necessary, revise objectives on an ongoing basis <input type="checkbox"/> Other, specify (1) _____ <input type="checkbox"/> Other, specify (2) _____ <input type="checkbox"/> Other, specify (3) _____ <input type="radio"/> None of the above
AOS 07.2	<p>Describe how you typically decide what recommendations for next steps to give to clients.</p> <p><input type="radio"/> We do not provide clients with recommendations for next steps</p>
AOS 07.3	<p>Additional information [OPTIONAL]</p>

AOS 07	EXPLANATORY NOTES
AOS 07.1	<p>This can cover areas such as setting objectives, metrics and time scales; agreeing on actions and improvement plans; and agreeing on the review process.</p>
AOS 07.2	<p>You may include any criteria you might have for deciding appropriate next actions and recommendations.</p> <p>This may also include actions or recommendations for next steps when the engagement has not met the established ESG success criteria. For instance, in what situations would you recommend investor clients to vote against resolutions and/or escalate engagement activities.</p> <p>You should also address whether you give recommendations for next steps regarding divestment, underweighting/overweighting or holding based on how the engagement is progressing.</p>

AOS 08	Indicator status MANDATORY	Purpose DESCRIPTIVE
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AOS 08	INDICATOR
AOS 08.1	Describe how you define success when evaluating/reviewing engagements on ESG factors.
AOS 08.2	Describe how you measure success when evaluating/reviewing these engagements.
AOS 08.3	Additional information [OPTIONAL]

AOS 08	EXPLANATORY NOTES
AOS 08.1	This indicator allows you to describe what your organisations typically defines as the criteria for a successful engagement on ESG factors.
AOS 08.2	Examples of measures may be changes in corporate practice formally expressed in company policies and/or other formal documentations, improvements on specific ESG performance indicators, enhanced disclosure of ESG information by the company and/or formal company commitment to change. You may also address the timeline you use for measuring the success of your engagements on ESG factors.

AOS 09	Indicator status VOLUNTARY	Purpose DESCRIPTIVE
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AOS 09	INDICATOR
AOS 09.1	Indicate the number of companies with which you engaged during the reporting year. <input type="text"/>
AOS 09.2	Indicate whether you track the number of cases where a company changed its practices during the reporting year, or made a formal commitment to do so, following your organisation's engagement activities during the reporting year. <input type="radio"/> Yes <input type="radio"/> No
AOS 09.3	Indicate the percentage of companies that changed or made a formal commitment to change in the reporting year following your organisation's engagement activities. <input type="text"/> %
AOS 09.4	Additional information. <input type="text"/>

AOS 09	EXPLANATORY NOTES
AOS 09	Many factors influence company practices behaviour and change; often an engagement is only one contributing factor. The intention here is not that you should prove that your engagement was the sole reason for an identified change. Please use this indicator to explain if you believe your engagement contributed to bringing about the change.
AOS 09.1	This sub-indicator allows you to report the number of your engagements in the reporting year. Do not list engagement activities in which you have not had any interactions with the company in the reporting year. Number of companies engaged Please record the total number of companies with which you engaged in the reporting year, irrespective of the number of issues on which you engaged.
LOGIC	
AOS 09.2	AOS 09.3 will be applicable if you report 'Yes'. AOS 09.3 will <u>not</u> be applicable if you report 0% in AOS 09.1.

AOS 10	Indicator status VOLUNTARY	Purpose DESCRIPTIVE
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AOS 10	INDICATOR
AOS 10.1	<p>Indicate whether your organisation, engaged with public policy makers and industry bodies on ESG engagement topics or regulatory/policy issues that could advance ESG engagement in the reporting year.</p> <p><input type="checkbox"/> Yes, individually</p> <p><input type="checkbox"/> Yes, in collaboration with others</p> <p><input type="radio"/> No</p>
AOS 10.2	<p>Describe what ESG factors and/or regulatory/policy issues have informed your decisions to engage with policy makers and industry bodies. Provide examples.</p>
AOS 10.3	<p>Additional information</p>

AOS 10	EXPLANATORY NOTES
AOS 10	<p>Some regions and countries may not have well-established engagement practices that allow for investors to engage with companies on ESG issues through mainstream engagement channels. This might warrant a focus on engaging with public policy makers and industry bodies first, to create awareness of ESG factors and establish an environment to help create engagement best practices in the region/country, that may in turn pave the way for future engagements with companies.</p>
LOGIC	
AOS 10.1	<p>AOS 10.2 will be applicable if you report 'Yes', either individually and/or in collaboration with others.</p>

SECTION

Voting

AOS 11	Indicator status MANDATORY	Purpose DESCRIPTIVE
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AOS 11	INDICATOR
AOS 11.1	Describe how ESG factors are taken into consideration in voting recommendations.
AOS 11.2	Additional information [OPTIONAL]

AOS 11	EXPLANATORY NOTES
AOS 11	The information you provide here may include a description of how you weight ESG factors when making voting recommendations, and what type of resources and research you use when taking ESG into consideration in voting recommendations.

Assurance of responses

AOS 12	Indicator status VOLUNTARY	Purpose
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AOS 12	INDICATOR
AOS 12.1	<p>Indicate the proportion of votes where you have raised concerns with companies prior to voting on behalf of your client.</p> <p> <input type="radio"/> 100% <input type="radio"/> 99-75% <input type="radio"/> 74-50% <input type="radio"/> 49-25% <input type="radio"/> 24-1% <input type="radio"/> We do not raise concerns ahead of voting. </p>
AOS 12.2	<p>Indicate the reasons for raising your concerns with these companies ahead of voting.</p> <p> <input type="checkbox"/> Votes in selected markets <input type="checkbox"/> Votes in selected sectors <input type="checkbox"/> Votes relating to certain ESG issues <input type="checkbox"/> Votes on companies exposed to controversy on specific ESG issues <input type="checkbox"/> Votes for significant shareholdings <input type="checkbox"/> On request by clients <input type="checkbox"/> Other; explain _____ </p>
AOS 12.3	<p>Additional information</p>

AOS 12	EXPLANATORY NOTES
AOS 12.2	In instances when your organisation has contacted a company to communicate/raise concerns prior to voting, select the reasons, factors, issues that led to this communication.
LOGIC	
AOS 12	AOS 12.2 will be applicable if 1-99% is reported in AOS 12.1.

AOS 13	Indicator status MANDATORY	Purpose DESCRIPTIVE
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AOS 13	INDICATOR
AOS 13.1	<p>Indicate the proportion of votes where you have communicated the rationale to companies when you, on behalf of your clients, abstain or vote against management proposals</p> <p> <input type="radio"/> 100% <input type="radio"/> 99-75% <input type="radio"/> 74-50% <input type="radio"/> 49-25% <input type="radio"/> 24-1% <input type="radio"/> We do not communicate the rationale to companies <input type="radio"/> Not applicable because we do not abstain or vote against management recommendations </p>
AOS 13.2	<p>Indicate the reasons you would communicate to companies, the rationale for abstaining or voting against management recommendations.</p> <p> <input type="checkbox"/> Votes in selected markets <input type="checkbox"/> Votes in selected sectors <input type="checkbox"/> Votes relating to certain ESG issues <input type="checkbox"/> Votes on companies exposed to controversy on specific ESG issues <input type="checkbox"/> Votes for significant shareholdings <input type="checkbox"/> On request by clients <input type="checkbox"/> Other; explain _____ </p>
AOS 13.3	<p>Additional information</p> <p style="color: #0070C0;">[OPTIONAL]</p>

AOS 13	EXPLANATORY NOTES
AOS 13.2	In instances when your organisation has contacted a company to communicate the rationale for abstaining or voting against management recommendations, select the reasons, factors, issues that led to this communication.
AOS 13.3	<p>You may wish to include information on:</p> <ul style="list-style-type: none"> the criteria according to which you inform companies about your voting decisions whether you escalate or intensity the engagement activities with the company after the vote has taken place whether you encourage companies to consider taking action on the matter voted against by the client
LOGIC	
AOS 13	AOS 13.2 will be applicable if 1-99% is reported in AOS 13.1.

AOS 14	Indicator status MANDATORY	Purpose DESCRIPTIVE
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AOS 14	INDICATOR
AOS 14.1	Describe how you monitor voting outcomes.
AOS 14.2	Describe how you typically decide what recommendations for next steps to give to clients. <input type="radio"/> We do not provide recommendations for next steps
AOS 14.3	Additional information [OPTIONAL]

AOS 14	EXPLANATORY NOTES
AOS 14.3	If you selected 'We do not provide recommendations for next steps' in AOS 14.2, you may wish to provide some context to that response here.

AOS 15	Indicator status MANDATORY	Purpose
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AOS 15	INDICATOR	
AOS 15.1	Indicate whether you have formal mechanisms in place for clients to review your voting recommendations	
	<input type="radio"/> Yes	<input type="radio"/> No
AOS 15.2	Describe the formal mechanisms you have in place if clients wish to review your voting recommendation and/or give voting instructions different from your recommendations.	
AOS 15.3	Additional information [OPTIONAL]	

AOS 15	EXPLANATORY NOTES	
AOS 15.2	Describe the processes you have in place that allow your clients to understand the context of your voting recommendation and whether there is a mechanism in place that enables your client to come back with questions, in the event that they wish to clarify, challenge or give voting instructions that are different from your voting recommendations.	
LOGIC		
AOS 15.1	AOS 15.2 will be applicable if you report 'Yes'.	

AOS 16	Indicator status MANDATORY	Purpose DESCRIPTIVE
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AOS 16	INDICATOR
AOS 16.1	Describe your involvement in any project to improve the voting trail and/or to obtain vote confirmation for your clients.
	<input type="radio"/> Not applicable
AOS 16.2	Additional information [OPTIONAL]

AOS 16	EXPLANATORY NOTES
AOS 16.1	Describe how your organisation works to enhance and improve the accuracy and implementation of voting confirmations. This may include participating in collaborative industry initiatives to provide vote confirmation throughout the proxy voting chain.

SECTION

Communication and sharing ESG information

AOS 17	Indicator status MANDATORY	Purpose DESCRIPTIVE
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AOS 17	INDICATOR	
AOS 17.1	Indicate whether you proactively disclose your engagement and/or voting outcomes to clients and the public.	
	Engagement	Clients
		<input type="radio"/> Disclosed quarterly or more frequently <input type="radio"/> Disclosed biannually <input type="radio"/> Disclosed annually <input type="radio"/> Disclosed less frequently than annually <input type="radio"/> Disclosed ad hoc/when requested
	Voting	Public
<input type="radio"/> Disclosed quarterly or more frequently <input type="radio"/> Disclosed biannually <input type="radio"/> Disclosed annually <input type="radio"/> Disclosed less frequently than annually <input type="radio"/> Disclosed ad hoc/when requested		
AOS 17.2	Indicate how you ensure all ESG information on companies gained as a result of engagement and/or voting activities is shared with clients.	
	Engagement	<input type="radio"/> We proactively ensure that all ESG information is made available. <input type="radio"/> We share all ESG information upon request. <input type="radio"/> We do not make any additional ESG information available.
		Voting
AOS 17.3	Additional information [OPTIONAL]	

AOS 17	EXPLANATORY NOTES
AOS 17.1	Disclosed engagement outcomes may come in the form of information on general success rates, case studies and general outcomes.
AOS 17.2	<p>This indicator allows you to report on how you ensure that clients gain access to all additional information on companies that you derive before, during and after the engagement activities and voting that is not part of your standard reporting to the client.</p> <p>Select 'We proactively ensure that all ESG information is made available' if you have a formal system or process to make engagement and voting information available to investment decision-makers. The implication is not, however, that ESG information from all engagement and voting activities will always influence investment decision-making.</p> <p>Select 'We share all ESG information upon request' if the information derived from engagement and voting activities is used sometimes and/or in varying ways by different clients, i.e. there is no systematic process for all clients.</p>
AOS 17.3	Use this indicator to provide information on how you share all ESG information on companies gained as a result of engagement activities and/or voting activities.
LOGIC	
AOS 17.1	The 'Engagement' and 'Voting' options will be available to you depending on what services you selected in AOS 01.1.
AOS 17.2	The 'Engagement' and 'Voting' options will be available to you depending on what services you selected in AOS 01.1.