PRI Principles for Responsible Investment

RI TRANSPARENCY REPORT

2013/14

Rathbone Brothers Plc

UNEP Finance Initiative Changing finance, financing change | United Nations Global Compact

An investor initiative in partnership with UNEP Finance Initiative and UN Global Compact

About this report

The PRI Reporting Framework is a key step in the journey towards building a common language and industry standard for reporting responsible investment (RI) activities. This RI Transparency Report is one of the key outputs of this Framework. Its primary objective is to enable signatory transparency on RI activities and facilitate dialogue between investors and their clients, beneficiaries and other stakeholders. A copy of this report will be publicly disclosed for all reporting signatories on the PRI website, ensuring accountability of the PRI Initiative and its signatories.

This report is an export of the individual Signatory organisation's response to the PRI during the 2013-14 reporting cycle. It includes their responses to mandatory indicators, as well as responses to voluntary indicators the signatory has agreed to make public. The information is presented exactly as it was reported. Where an indicator offers a response option that is multiple-choice, all options that were available to the signatory to select are presented in this report. Presenting the information exactly as reported is a result of signatory feedback which suggested the PRI not summarise the information. As a result, the reports can be extensive. However, to help easily locate information, there is a **Principles index** which highlights where the information can be found and summarises the indicators that signatories complete and disclose.

Understanding the Principles Index

The Principles Index summarises the response status for the individual indicators and modules and shows how these relate to the six Principles for Responsible Investment. It can be used by stakeholders as an 'at-a-glance' summary of reported information and to identify particular themes or areas of interest.

Indicators can refer to one or more Principles. Some indicators are not specific to any Principle. These are highlighted in the 'General' column. When multiple Principles are covered across numerous indicators, in order to avoid repetition, only the main Principle covered is highlighted. This results in some Principles not being explicitly highlighted. For instance, Principle 1 and 2 cannot be implemented without implementing Principle 3, but there are cases when Principle 3 is not explicitly highlighted.

All indicators within a module are presented below. The status of indicators is shown with the following symbols:

Symbol	Status
✓	The signatory has completed all mandatory parts of this indicator
☑	The signatory has completed some parts of this indicator
🔒	This indicator was not relevant for this signatory
-	The signatory did not complete any part of this indicator
🏳	The signatory has flagged this indicator for internal review

Within the table, indicators marked in blue are mandatory to complete. Indicators marked in grey are voluntary to complete.

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Principles Index

Organisational Overview				Principle						General
Indicator	Short description	Status	Disclosure	1	2	3	4	5	6	
OO 01	Signatory category and services	✓	Public							✓
OO 02	Headquarters and operational countries	✓	Public							✓
OO 03	Subsidiaries that are separate PRI signatories	✓	Public							✓
OO 04	Reporting year and AUM	✓	Public							✓
OO 05	Breakdown of AUM by asset class	✓	n/a							✓
OO 06	How would you like to disclose your asset class mix	✓	Public							✓
OO 07	Segregated mandates or pooled funds	🔒	n/a							✓
OO 08	Breakdown of AUM by market	✓	Private							✓
OO 09	Additional information about organisation	✓	Public							✓
OO 10	RI activities for listed equities	✓	Public							✓
OO 11	RI activities in other asset classes	✓	Public							✓
OO 12	Modules and sections required to complete	✓	Public							✓

Overarching Approach				Principle						General
Indicator	Short description	Status	Disclosure	1	2	3	4	5	6	
OA 01	RI policy and other guidance documents	✓	Public							✓
OA 02	Publicly available policies / documents	✓	Public						✓	
OA 03	Policy components and coverage	✓	Public	✓	✓					
OA 04	Conflicts of interest	✓	Public							✓
OA 05	RI goals and objectives	✓	Public							✓
OA 06	Main goals/objectives this year	🔒	n/a							✓
OA 07	Governance, management structures and RI processes	✓	Private							✓
OA 08	RI roles and responsibilities	✓	Public							✓
OA 09	RI in performance management, reward and/or personal development	✓	Private							✓
OA 10	Collaborative organisations / initiatives	✓	Public				✓	✓		
OA 11	Promoting RI independently	✓	Public				✓			
OA 12	Dialogue with public policy makers or standard setters	✓	Private				✓	✓	✓	
OA 13	ESG issues in strategic asset allocation	✓	Private	✓						
OA 14	Allocation of assets to environmental and social themed areas	✓	Private	✓						
OA 15	ESG issues for internally managed assets not reported in framework	✓	Private							✓
OA 16	ESG issues for externally managed assets not reported in framework	🔒	n/a							✓
OA 17	RI/ESG in execution and/or advisory services	✓	Private	✓	✓					
OA 18	Innovative features of approach to RI	-	n/a							✓
OA 19	Internal and external review and assurance of responses	✓	Private							✓

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Direct - Listed Equity Active Ownership				Principle						General
Indicator	Short description	Status	Disclosure	1	2	3	4	5	6	
LEA 01	Description of approach to engagement	✓	Private		✓					
LEA 02	Reasoning for interaction on ESG issues	✓	Public	✓	✓	✓				
LEA 03	Process for identifying and prioritising engagement activities	✓	Public		✓					
LEA 04	Objectives for engagement activities	✓	Public		✓					
LEA 05	Process for identifying and prioritising engagement activities	✓	Public		✓					
LEA 06	Objectives for engagement activities	✓	Public		✓					
LEA 07	Role in engagement process	🔒	n/a		✓		✓			
LEA 08	Monitor / discuss service provider information	🔒	n/a		✓				✓	
LEA 09	Share insights from engagements with internal/external managers	✓	Private	✓	✓					
LEA 10	Tracking number of engagements	✓	Public		✓					
LEA 11	Number of companies engaged with, intensity of engagement and effort	✓	Private		✓					
LEA 12	Engagements on E, S and/or G issues	✓	Private		✓					
LEA 13	Companies changing practices / behaviour following engagement	✓	Private		✓					
LEA 14	Examples of ESG engagements	✓	Private		✓					
LEA 15	Disclosure of approach to ESG engagements	✓	Public		✓				✓	
LEA 16	Description of approach to (proxy) voting	✓	Private		✓					
LEA 17	Typical approach to (proxy) voting decisions	✓	Public		✓					
LEA 18	Percentage of voting recommendations reviewed	🔒	n/a		✓					
LEA 19	Confirmation of votes	✓	Private		✓					
LEA 20	Securities lending programme	✓	Private		✓					
LEA 21	Informing companies of the rationale of abstaining/voting against management	✓	Public		✓					
LEA 22	Percentage of (proxy) votes cast	✓	Public		✓					
LEA 23	Proportion of ballot items that were for/against/abstentions	✓	Private		✓					
LEA 24	Shareholder resolutions	✓	Private		✓					
LEA 25	Examples of (proxy) voting activities	✓	Private		✓					
LEA 26	Disclosing voting activities	✓	Public		✓				✓	

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PRI Principles for Responsible Investment

Rathbone Brothers Plc

Reported Information

Public version

Organisational Overview

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PRI Principles for Responsible Investment

Basic Information

OO 01 | Mandatory | Gateway/Peering | General

OO 01.1 Select the services you offer.

☑ Fund management

% of assets under management (AUM) in ranges

- ○ <10%
- ○ 10-50%
- ◉ >50%

☐ Fund of funds, manager of managers, sub-advised products

☐ Other, specify

☑ Execution and advisory only services

OO 02 | Mandatory | Peering | General

OO 02.1 Select the location of your organisation's headquarters.

United Kingdom

OO 02.2 Indicate the number of countries in which you have offices (including your headquarters).

- ◉ 1
- ○ 2-5
- ○ 6-10
- ○ >10

OO 02.3 Indicate the approximate number of staff in your organisation in full-time equivalents (FTE).

FTE

750

OO 03 | Mandatory | Descriptive | General

OO 03.1 Indicate whether you have subsidiaries within your organisation that are also PRI signatories in their own right.

- ○ Yes
- ◉ No

OO 04 | Mandatory | Gateway/Peering | General

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PRI Principles for Responsible Investment

OO 04.1 Indicate the year end date for your reporting year.

31/12/2013

OO 04.2 Indicate your total AUM at the end of your reporting year.

	trillions	billions	millions	thousands	hundreds
Total AUM		18	123	914	974
Currency	GBP				
Assets in USD		28	227	963	962

OO 04.3 Indicate the level of detail you would like to provide about your asset class mix.

- (•) Approximate percentage breakdown to the nearest 5% (e.g. 45%)
- ( ) Broad ranges breakdown (i.e. <10%; 10-50%; >50%)

OO 06 | **Mandatory** | **Descriptive** | **General**

OO 06.1 To contextualise your responses to the public, indicate how you would like to disclose your asset class mix.

- ( ) Publish our asset class mix as percentage breakdown
- (•) Publish our asset class mix as broad ranges

	Internally managed (%)	Externally managed (%)
Listed equity	>50%	0
Fixed income – corporate	<10%	0
Fixed income – government	<10%	0
Fixed income – other	0	0
Private debt	0	0
Private equity	<10%	0
Property	<10%	0
Infrastructure	<10%	0
Commodities	<10%	0
Hedge funds	<10%	0

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Forestry	0	0
Farmland	0	0
Inclusive finance	0	0
Cash	<10%	0
Other (1), specify	<10%	0
Other (2), specify	0	0

	'Other (1)' specified

Structured products

○ Publish our asset class mix as per attached file (the following image formats can be uploaded: .jpg, .jpeg, .png,.bmp and .gif)

OO 09	Voluntary	Descriptive	General

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OO 09.1	Provide any additional information about your organisation, its mission, strategies, activities or investments which are important to contextualise your responsible investment activities.

Rathbone Brothers Plc, through its subsidiaries, is a leading provider of investment and wealth management

services for private investors, charities and trustees, including discretionary investment management and tax

and financial planning services. Clients often come to us on the recommendation of their professional advisers

and we pride ourselves on working well with clients' existing advisers, including accountants and tax

professionals, solicitors and independent financial advisers. We enjoy the stability afforded by being a FTSE

250 listed company with significant critical mass (£18.1 billion of funds under management as at 31 March

2013).

Importantly, we operate with a strong bias towards fund manager independence and direct contact with

clients. We do not use client relationship managers. Fund managers are supported by central research and

asset allocation modelling, but are ultimately free to pursue bespoke investment strategies for clients, under

discretionary investment management arrangements. We do not operate pooled funds.

The Rathbone Unit Trust Division accounts for roughly £1.5bn of our assets under management, offering a

range of unit trusts and open-ended investment companies (OEICs) for private investors with £1,000 or more

to invest. These are distributed mainly through financial advisers in the UK.

We operate a specialist, focused ethical investment management service under the trading name 'Rathbone

Greenbank Investments (RGI)'. RGI operates roughly £500m in ethically screened direct equity and managed

funds investments for a range of ethically minded private clients and charities. In keeping with the core ethos

of Rathbones, RGI also operates on a bespoke basis, extending the personal service to the execution of

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PRI Principles for Responsible Investment

bespoke ethical investment policies for clients.

Finally, we offer various services complementary to our main bespoke investment management service

including banking services, financial planning (through Rathbone Planning& Advisory Services) and Trust

and Tax services.

Personalised and bespoke services are the hallmark of our business model. We deliver investment strategies

specifically tailored to client needs, both in our ethical and mainstream investment management businesses.

Hence ESG factors are taken into account during our centralised investment process, and in a systematic

manner in our RGI business - but the ultimate investment decisions are driven by client need and requirement.

Hence it is inappropriate for us to implement overarching investment strategies.

Gateway asset class implementation indicators

OO 10	Mandatory	Gateway	General

OO 10.1

Select the responsible investment activities your organisation implemented, directly and/or indirectly, for listed equities in the reporting year.

- ☐ We incorporate ESG issues into investment decisions on our internally managed assets
- ☑ We engage with companies on ESG issues via our staff, collaborations or service providers
- ☑ We cast our (proxy) votes directly or via service providers
- ☐ None of the above

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OO 10.3	Additional information. [Optional]

Activities in this regard are implemented and overseen by the Rathbones Corporate Governance Committee.

This committee is made up of fund managers and investment directors from across the business (RIM, RUTM,

Charities and RGI), and is responsible for the development of group policy on corporate governance at its

investee companies. Further, it is charged with making recommendations for voting at the AGMs of investee

companies and developing engagement dialog with said companies where appropriate.

The CGC employs the services of an external consultant which produces tailored voting advice based on the

requirements of the Rathbones corporate governance voting template. This advice is considered by the

committee, with direct instructions then passed to, and carried out by, our corporate events team. We seek to

be active owners of our largest holdings by value, or where our holding is a significant proportion of the

company's shares in circulation.

OO 11	Mandatory	Gateway	General

OO 11.1	Indicate if in the reporting year you incorporated ESG issues into your investment decisions and/or your active ownership practices in the following internally managed asset classes.

- ☑ Fixed income – corporate
- ☐ Fixed income – government
- ☐ Private equity
- ☐ Property
- ☐ Infrastructure
- ☐ Commodities
- ☐ Hedge funds
- ☐ Cash
- ☐ Other (1)
- ☐ None of the above

	'Other (1)' [as defined in OO 05]

Structured products

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OO 11.3	Additional information. [Optional]

RUTM manages the Rathbone Ethical Bond Fund, an ethically screened corporate bond fund which receives

research and screening support from the RGI ethical investment business. From time to time, RGI will seek to

engage with companies in order to determine their suitability for inclusion in the Rathbone Ethical Bond Fund.

ESG factors are directly factored into the investment process, and any new acquisitions must receive ethical

approval, based on a range of positive and negative social and environmental criteria.

.

OO 12	Mandatory	Gateway	General

OO 12.1	The modules and sections that you will be required to complete are listed below. They are based on the percentages provided in your AUM breakdown and your responses to the gateway indicators. Note, you are only required to report on asset classes that represent 10% or more of your AUM. You may report voluntarily on any applicable modules or sections by selecting them from the list. Direct - Fixed Income and Infrastructure are always voluntary.

Core modules

☑ Organisational Overview

☑ Overarching Approach (including assets which do not have a separate module)

RI implementation directly or via service providers

	Direct - Listed Equity active ownership

☑ Engagements

☑ (Proxy) voting

	Direct - Fixed Income

☐ Fixed Income - Corporate

Closing module

☑ Closing module

Note: Please make sure your response to this indicator is complete and confirmed before you progress. Your response will determine which tailored modules and sections you will be presented with.

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Overarching Approach

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PRI Principles for Responsible Investment

Responsible investment policy

OA 01	Mandatory	Gateway/Core Assessed	General

OA 01.1

Indicate if you have a responsible investment policy.

- ○ Yes
- ◉ No

OA 01.2

Indicate if you have other guidance documents or more specific policies related to responsible investment.

- ◉ Yes
- ○ No

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OA 01.3	Provide a brief description of the key elements of your responsible investment policy or, if you do not have a policy, of your overall approach to responsible investment. [Optional]

Rathbones specialises in discretionary private client investment management. We manage assets

directly for clients based on their preferences and needs. The nature of the business is that investment

managers have discretion in the management of client portfolios. Central processes provide equity

analysis, strategic asset allocation advice and other core investment processes, shared by the group.

However, investment managers retain their independence to buy and sell securities for different clients,

based on client need.

As such, a general, top-down, responsible investment policy would not be workable or appropriate for

our business model. Nonetheless, ESG factors form a key part of equity analysis. We subscribe to

specialist providers of ESG research as part of our research budget.

The Rathbones Investment Process as described above is further supported by the work of Rathbones

Corporate Governance Committee (CGC). The CGC analyses the ESG factors relating to our major

holdings, according to the details of the Rathbones Proxy Voting Guidance. This builds on the

requirements of the UK Corporate Governance Code, but also includes specific advice on the reporting

of environmental and social factors among investee companies. Where governance issues are identified

in a company, the top holders are consulted regarding the problems encountered. Thus governance

factors feed directly into the investment management process.

This holds true for the wider group. However, the RGI ethical investment subsidiary has developed

considerable expertise in the integration of ESG factors into investment decisions, through the operation

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of its in-house ethical investment research team. This team produces ESG risk analysis and stock

profiling for the UK market and selected overseas stocks, feeding directly into the £500m of assets under

management at RGI. Its stock analysis is used on an ad hoc basis as part of investment decisions in the

wider group, where such specialist advice is sought e.g. in the renewable energy industry

OA 02	Mandatory	Core Assessed	PRI 6

OA 02.3 Indicate if your other policies or guidance documents related to responsible investment are publicly available.

- ○ Yes
- ◉ No

OA 02.5 Additional information. [Optional]

Our internal corporate governance policies and procedure documents are available on request.

OA 03	Mandatory	Core Assessed	PRI 1,2

OA 03.1 Indicate the components/types and coverage of your responsible investment policy and guidance documents.

Select all that apply

Policy components/types	Coverage by AUM
☐ Policy setting out your overall approach	○ Applicable policies cover all AUM
☑ (Proxy) voting policy	○ Applicable policies cover a majority of AUM
☑ Engagement/active ownership policy	◉ Applicable policies cover a minority of AUM
☑ Specific guidelines on corporate governance	
☑ Specific guidelines on environmental issues	
☑ Specific guidelines on social issues	
☐ Asset class-specific guidelines	
☑ Screening/exclusion policy	
☐ Other, specify	
☐ Other, specify	

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PRI Principles for Responsible Investment

OA 03.2	Comment on any variations or exceptions in the coverage of your responsible investment policy. [Optional]

Proxy Voting, engagement / active ownership policies, specific guidance on corporate governance and environmental issues apply to ALL assets under management.

Screening or exclusion policies apply to the entirely of assets under management at RGI, accounting for £500m of assets under management. Some 17% of the assets managed by the group's specialist charities team apply some form of ethical screening. This amounts to around £720m in assets under management. Around the group, it is estimated that (on average) an additional 1 or 2% of each investment manager's clients may apply a form of ethical screening.

As a conservative estimate therefore, some £1.3bn in assets under management (7.2%) of assets under management at Rathbones are covered by screening or exclusion policies.

OA 04	Mandatory	Core Assessed	General

OA 04.1	Indicate if your organisation has a policy on managing potential conflicts of interest in the investment process.

◉ Yes

OA 04.2	Describe your policy on managing potential conflicts of interest in the investment process. [Optional]

Reasonable steps have been taken to identify conflicts of interest across the UK entities of

Rathbone Brothers Plc and the measures in place to manage such conflicts do so in a way that is

fair to clients with the minimum risk to the firm. Key to ensuring compliance with Treating

Customers Fairly (TCF) regulations and addressing conflicts of interest is our internal peer

review process. Under this system, fund managers conduct regular reviews of their

colleagues' portfolios, checking for compliance with client mandate. Our compliance team

also monitor investment managers' activities in order to reduce the risk of conflicts of interest

in the investment process.

○ No

Objectives and strategies

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OA 05	Mandatory	Gateway/Core Assessed	General

OA 05.1 Indicate if your organisation sets objectives for its responsible investment activities.

○ Yes

◉ No

OA 05.4 Additional information. [Optional]

General aspirations regarding responsible investment are innapropriate given our bespoke, personalised investment model.

However, we aim to go beyond compliance with relevant regualtion and government advice in the implementation of our corporate governance procedures, and to develop a robust proxy voting process which seeks to further the best interests of our clients, the ultimate beneficial owners of the assets in question.

Governance and human resources

OA 08	Mandatory	Gateway/Core Assessed	General

OA 08.1 Indicate the roles present in your organisation and for each, indicate whether they have oversight and/or implementation responsibilities for responsible investment.

Roles present in your organisation

☑ Board members or trustees

- ☑ Oversight/accountability for responsible investment
- ☐ Implementation of responsible investment
- ☐ No oversight/accountability or implementation responsibility for responsible investment

☑ Chief Executive Officer (CEO), Chief Investment Officer (CIO), Investment Committee

- ☑ Oversight/accountability for responsible investment
- ☐ Implementation of responsible investment
- ☐ No oversight/accountability or implementation responsibility for responsible investment

☑ Other Chief-level staff or head of department, specify

Corporate Governance Committte Chairman

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☐ Oversight/accountability for responsible investment

☑ Implementation of responsible investment

☐ No oversight/accountability or implementation responsibility for responsible investment

☑ Portfolio managers

☐ Oversight/accountability for responsible investment

☑ Implementation of responsible investment

☐ No oversight/accountability or implementation responsibility for responsible investment

☑ Investment analysts

☐ Oversight/accountability for responsible investment

☑ Implementation of responsible investment

☐ No oversight/accountability or implementation responsibility for responsible investment

☑ Dedicated responsible investment staff

☑ Oversight/accountability for responsible investment

☑ Implementation of responsible investment

☐ No oversight/accountability or implementation responsibility for responsible investment

☑ External managers or service providers

☐ Oversight/accountability for responsible investment

☑ Implementation of responsible investment

☐ No oversight/accountability or implementation responsibility for responsible investment

☐ Other role, specify

☐ Other role, specify

OA 08.2 Indicate the number of dedicated responsible investment staff your organisation has. [Optional]

	Number

14

Promoting responsible investment

OA 10 | **Mandatory** | **Core Assessed** | **PRI 4,5**

OA 10.1 Indicate if your organisation is a member of and/or participant in any collaborative organisation or initiatives that promote responsible investment.

◉ Yes

OA 10.2 Select the collaborative organisation and/or initiatives of which your organisation is a member or in which it participated during the reporting year, and the role you played.

Select all that apply

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PRI Principles for Responsible Investment

☐ Asian Corporate Governance Association

☐ Association for Sustainable & Responsible Investment in Asia

☐ Australian Council of Superannuation Investors

☑ CDP Climate Change

Your organisation's role in the initiative during the reporting period (see definitions)

☐ Basic

☐ Moderate

☑ Advanced

☑ CDP Forests

Your organisation's role in the initiative during the reporting period (see definitions)

☐ Basic

☑ Moderate

☐ Advanced

☑ CDP Water

Your organisation's role in the initiative during the reporting period (see definitions)

☐ Basic

☑ Moderate

☐ Advanced

☐ CFA Institute Centre for Financial Market Integrity

☐ Council of Institutional Investors (CII)

☐ Eumedion

☐ Extractive Industries Transparency Initiative (EITI)

☐ Global Investors Governance Network (GIGN)

☐ Global Real Estate Sustainability Benchmark (GRESB)

☐ Institutional Investors Group on Climate Change (IIGCC)

☐ Interfaith Center on Corporate Responsibility (ICCR)

☐ International Corporate Governance Network (ICGN)

☐ Investor Group on Climate Change, Australia/New Zealand (IGCC)

☐ Investor Network on Climate Risk (INCR)/CERES

☐ Local Authority Pension Fund Forum

☑ Principles for Responsible Investment

Your organisation's role in the initiative during the reporting period (see definitions)

☐ Basic

☐ Moderate

☑ Advanced

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Provide a brief commentary on the level of your organisation's involvement in the initiative. [Optional]

We currently give time to two priority engagements on the ClearingHouse

☑ Regional or National Social Investment Forums (e.g. UKSIF, Eurosif, ASRIA, RIAA), specify

UKSIF

Your organisation's role in the initiative during the reporting period (see definitions)

☐ Basic

☐ Moderate

☑ Advanced

Provide a brief commentary on the level of your organisation's involvement in the initiative. [Optional]

Membership is overseen by Rathbone Greenbank Investments.

☐ Shareholder Association for Research and Education (Share)

☐ United Nations Environmental Program Finance Initiative (UNEP FI)

☐ United Nations Global Compact

☑ Other collaborative organisation/initiative, specify

The Ecumenical Council for Corporate Responsiblity (ECCR).

Your organisation's role in the initiative during the reporting year (see definitions)

☐ Basic

☐ Moderate

☑ Advanced

Provide a brief commentary on the level of your organisation's involvement in the initiative. [Optional]

Having previously given time to serve on the ECCR's board 2007-2012, we remain actively involved through direct collaboration on engagement with the UK banking sector.

☐ Other collaborative organisation/initiative, specify

☐ Other collaborative organisation/initiative, specify

☐ Other collaborative organisation/initiative, specify

○ No

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PRI Principles for Responsible Investment

OA 11	Mandatory	Core Assessed	PRI 4

OA 11.1 Indicate if your organisation promotes responsible investment, independently of collaborative initiatives.

◉ Yes

OA 11.2 Indicate which of the following actions your organisation has taken to promote responsible investment, independently of collaborative initiatives.

☐ Provided or supported education or training programmes for clients, investment managers, broker/dealers, investment consultants, legal advisers or other investment organisations

☐ Provided financial support for academic or industry research on responsible investment

☑ Encouraged better transparency and disclosure of responsible investment practices across the investment industry

☑ Spoke publicly at events and conferences to promote responsible investment

☑ Wrote and published in-house research papers on responsible investment

☑ Encouraged the adoption of the PRI

☐ Other, specify

○ No

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PRI Principles for Responsible Investment

Engagement

Overview

LEA 02	Mandatory	Gateway	PRI 1,2,3

LEA 02.1 Indicate your reasons for interacting with companies on ESG issues and indicate who carries out these interactions.

Type of engagement	Reason for interaction
Individual/Internal staff engagements	☑ To support investment decision-making (e.g. company research) ☐ To influence corporate practice (or identify the need to influence) on ESG issues ☑ To encourage improved ESG disclosure ☐ Other, specify ☐ We do not engage via internal staff
Collaborative engagements	☐ To support investment decision-making (e.g. company research) ☑ To influence corporate practice (or identify the need to influence) on ESG issues ☑ To encourage improved ESG disclosure ☐ Other, specify ☐ We do not engage via collaborative engagements
Service provider engagements	☐ To support investment decision-making (e.g. company research) ☐ To influence corporate practice (or identify the need to influence) on ESG issues ☐ To encourage improved ESG disclosure ☐ Other, specify ☑ We do not engage via service providers

Process

Process for engagements run internally

LEA 03	Mandatory	Core Assessed	PRI 2

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LEA 03.1	Indicate whether your organisation has a formal process for identifying and prioritising engagement activities carried out by internal staff.

- ○ Yes
- ◉ No

LEA 04	Mandatory	Core Assessed	PRI 2

LEA 04.1	Indicate if you define specific objectives for your engagement activities.

- ◉ Yes
  - ○ Yes, for all engagement activities
  - ◉ Yes, for the majority of engagement activities
  - ○ Yes, for a minority of engagement activities
- ○ No

LEA 04.2	Indicate if you monitor the actions that companies take following your engagements.

- ◉ Yes
  - ○ Yes, in all cases
  - ◉ Yes, in the majority of cases
  - ○ Yes, in the minority of cases

LEA 04.3	Describe how you monitor and evaluate the progress of your engagement activities.

The majority of our engagements are collaborative actions aimed at increasing corporate disclosure on ESG risks. The success of such engagements is relatively easy to track by means of 'before and after' comparisons of information made available in the public domain.

- ○ No

Process for engagements conducted via collaborations

LEA 05	Mandatory	Core Assessed	PRI 2

LEA 05.1	Indicate whether your organisation has a formal process for identifying and prioritising collaborative engagements.

- ○ Yes
- ◉ No

LEA 06	Mandatory	Core Assessed	PRI 2

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LEA 06.1	Indicate if the collaborative engagements in which you are involved have defined objectives.

- (●) Yes
  - ( ) Yes, for all collaborative engagement activities
  - (●) Yes, for the majority of collaborative engagement activities
  - ( ) Yes, for a minority of collaborative engagement activities
- ( ) No

LEA 06.2	Indicate if you monitor the actions companies take following your collaborative engagements.

- ( ) Yes
- (●) No

LEA 06.4	Additional information. [Optional]

By way of example, we are involved in the 'Aiming for A' collaborative engagement with the ten biggest carbon emitters listed on the FTSE 100. This engagement specifically aims for companies to improve their score on the carbon disclosure leadership index, ideally attaining the A band.

We have also been involved with the PRI Clearinghouse initiative on corruption. This initiative looks for companies to improve their score against criteria identified and scored by Transparency International.

General processes for all three groups of engagers

LEA 10	Mandatory	Gateway/Core Assessed	PRI 2

LEA 10.1	Indicate if you track the number of companies you engage with.

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Type of engagement	Tracking engagements
Individual / Internal staff engagements	○ Yes, we track the number of our engagements in full ◉ Yes, we partially track the number of our engagements ○ No, we do not track our engagements but can provide a reasonable estimate of our engagement numbers ○ No, we do not track and cannot estimate our engagements
Collaborative engagements	◉ Yes, we track the number of our engagements in full ○ Yes, we partially track the number of our engagements ○ No, we do not track our engagements but can provide a reasonable estimate of our engagement numbers ○ No, we do not track and cannot estimate our engagements

LEA 10.2 Additional information. [Optional]

Collaborative engagements under the PRI Clearinghouse are formally tracked.

Individual engagements for Rathbone Greenbank are formally tracked.

Individual engagements on behalf of the corporate governance committee are tracked.

Communication

LEA 15 | **Mandatory** | **Core Assessed** | **PRI 2,6**

LEA 15.1 Indicate whether your organisation proactively discloses information on its engagements.

○ We disclose it publicly

◉ We disclose it to clients and/or beneficiaries only

LEA 15.3 Indicate what engagement information your organisation proactively discloses to clients/beneficiaries.

Engagement information disclosed

☐ Details of the selections, priorities and specific goals of engagement

☑ Number of engagements

☑ Breakdown of engagements by type/topic

☑ Breakdown of engagements by region

☑ An assessment of the current status of the engagement

☑ Outcomes that have been achieved from the engagement

☐ Other information

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LEA 15.4	Indicate how frequently you typically report engagements information

- ○ Disclosed continuously (prior and post engagements)
- ○ Disclosed quarterly
- ◉ Disclosed annually
- ○ Disclosed every two years or less
- ○ Other, specify

○ We do not proactively disclose it to the public and/or clients/beneficiaries.

LEA 15.6	Additional information. [Optional]

This annual reporting applies to majority of our engagements, those conducted by Rathbone Greenbank Investments. These are made available as a section of an annual publication. Details on collaborative engagements performed on behalf of the group as a whole are available on request.

(Proxy) voting and shareholder resolutions

Process

LEA 17	Mandatory	Descriptive	PRI 2

LEA 17.1	Indicate how you typically make your (proxy) voting decisions and what this approach is based on.

	Approach

○ We use our own research or voting team and make our own voting decisions without the use of service providers.

◉ We hire service provider(s) which make voting recommendations or provide research that we use to inform our voting decisions.

	Based primarily on

- ○ the service provider voting policy signed off by us
- ◉ our own voting policy
- ○ our clients requests or policy
- ○ other, explain

○ We hire service provider(s) which make voting decisions on our behalf, except for some pre-defined scenarios for which we review and make voting decisions.

○ We hire service provider(s) which make voting decisions on our behalf.

LEA 21	Mandatory	Core Assessed	PRI 2

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LEA 21.1 Indicate if you ensure that companies are informed of the rationale when you and/or the service providers acting on your behalf abstain or vote against management recommendations.

- ◉ Yes, in most cases
- ○ Sometimes, in the following cases:
- ○ No
- ○ Not applicable as we and/or our service providers do not abstain or vote against management recommendations

LEA 21.2 Additional information. [Optional]

We have established a system whereby companies receive a letter from the chair of the corporate governance committee outlining our rationale for voting against the recommendations of company management.

Outputs and outcomes

LEA 22 | **Mandatory** | **Core Assessed** | **PRI 2**

LEA 22.1 For listed equities where you and/or your service provider has the mandate to issue (proxy) voting instructions, indicate the percentage of votes cast during the reporting year.

- ◉ We do track or collect this information

Votes cast (to the nearest 1%)

%

6

Specify the basis on which this percentage is calculated

- ○ of the total number of ballot items on which you could have issued instructions
- ◉ of the total number of company meetings at which you could have voted
- ○ of the total value of your listed equity holdings on which you could have voted

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LEA 22.2	If there are specific reasons why you did not vote certain holdings, explain these, and if possible, indicate the percentage of holdings affected by these factors. [Optional]

Since we a) operate a service whereby fund managers can pursue bespoke strategies for clients and b) are constantly bringing on new business in the form of existing holdings, we have a large number of very small holdings in a diverse number of equities and other securities.

Our corporate actions team states that we have 7465 stocks in our nominee, after stripping out unit trusts and Gilts etc. Faced with such a number, and with the limited resources at our disposal, we sought to make the biggest impact with out voting systems, aiming to cover the most widely held stocks, and also those where Rathbones nominee accounts for a disproportionately large amount of a company's share capital.

Therefore the corporate governance committee votes actively on a) our top 200 holdings by value and b) those companies which are not included in the top 200, but where Rathbones holds at least 3% of the available share capital. In this way we ensure that our voting covers the vast majority of stocks actually held by clients, or where out holding and hence our views, are actually material to the good management of the company.

○ We do not track or collect this information

Communication

LEA 26	Mandatory	Core Assessed	PRI 2,6

LEA 26.1	Indicate if your organisation proactively discloses information on your voting activities.

○ We disclose it publicly

◉ We disclose it to clients/beneficiaries only

LEA 26.3	Indicate the voting information your organisation proactively discloses to clients/beneficiaries.

	Indicate how much of your voting record you disclose

○ All voting decisions

○ Some voting decisions

○ Only abstentions and opposing vote decisions

◉ Summary of votes only

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	Indicate what level of explanation you provide

- ○ Explain all voting decisions
- ○ Explain some voting decisions
- ◉ Only explain abstentions and votes against management
- ○ No explanations provided

LEA 26.4	Indicate how frequently you typically report voting information.

- ○ Continuously (primarily before meetings)
- ○ Continuously (soon after votes are cast)
- ○ Quarterly or more frequently
- ◉ Between quarterly and annually
- ○ Less frequently than annually
- ○ Other, specify

○ We do not proactively disclose our voting activities to the public and/or to clients/beneficiaries

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