



# Quarterly Proxy Vote Report

31 March 2026

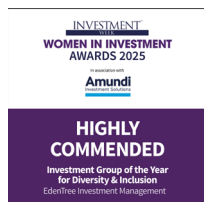


EdenTree is an active investment management house dedicated to sustainable and impact investing – it's all we do. We have a 35+ year track record in this space, having launched our first ethical fund in 1988.

We have been recognised for the strength of our approach, being awarded the title of 'Best Ethical Investment Provider' at the Moneyfacts Life & Pensions Awards for seventeen consecutive years. Additionally, we were honoured as the 'Sustainable Investment Fund Management Group of the Year (AUM under £50bn)' at the Sustainable Investment Week Awards 2024.

This report has been designed to provide you with all the information you require regarding your investment with EdenTree. Should you have any questions or require any support, please contact our client service team.

We are proud of our culture and strong values. We believe our commitment to our business, people, environment, community and customers sets us apart.



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# Sustainable Investment

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### **Making Our Votes Count**

Proxy voting is a core responsibility of asset managers. We believe that shareholders have a vital role to play in encouraging high standards of corporate governance from the perspective of being long-term investors. We, therefore, seek to vote at all meetings in which we are eligible to.

The only exception to this is share-blocked meetings, where we would otherwise have to waive our right to trade in the stock for a period prior to the meeting. We have taken a House view that we will not do this, and in these situations, we will not vote. This is increasingly rare, however, and only occurs in a handful of markets such as Norway and Switzerland.

### **Use of Proxy Advisory Services**

For voting execution, we use Glass Lewis's Viewpoint platform, through which EdenTree's bespoke voting template is applied to make recommendations on routine matters in line with our policy. The EdenTree SI team is responsible for reviewing these recommendations, and ultimately making a final decision based on EdenTree's policies and in-house research, as well as any engagements with the relevant company.

This process means our voting approach does not differ across funds – ensuring our voice is not diluted.

### **EdenTree's Corporate Governance and Voting Policy**

Our [Corporate Governance and Voting Policy](#) is reviewed annually. It outlines our key expectations of portfolio companies and serves to provide transparency around our assessment of corporate governance practices alongside the corresponding stewardship actions we may take where companies do not meet our expectations.

We generally seek to support management. However, where companies do not meet the expectations set out in our Policy, we will ultimately hold the Board accountable by voting against the company's voting recommendation on one or more agenda items. For example, we may vote "Against" a remuneration-related resolution where the company has recommended a vote "For," or we may vote "For" a shareholder proposal where the company has recommended a vote "Against".

We will also seek to engage pro-actively with companies where either existing corporate governance arrangements or management proposals cause concern.

Our Policy is available on our website, [www.edentreeim.com](http://www.edentreeim.com). For more information on our approach to proxy voting, please contact [information@edentreeim.com](mailto:information@edentreeim.com) or click the following link,

[2025 Corporate Governance and Voting Policy v1.0](#)

Eligible to Vote on	Voted On		For	Oppose	Abstain	Other*
835	100%	Resolutions	725	89	6	15
		Percentage	87%	11%	1%	2%

## Meeting Summary

Region	Meetings
Europe	20
Hong Kong and Singapore	1
Japan	2
United Kingdom	22
USA and Canada	9
<b>Total</b>	<b>54</b>

## Votes Against Management's Recommendation

	Total	Total %
Total Votes Against Management (No.   %)	89	11%
Reason for Action	Oppose	Abstain
Remuneration	33	1
Directors	38	5
Shareholder Capital	2	0
Other	10	0
	For	Abstain
Shareholder Proposals	2	0

## Notes:

\*Other – includes voting in response to say on frequency vote options and 'withhold' votes in markets with restricted voting instructions

Company	Date	Resolution	Reason
Diploma plc	14/01/2026	Elect David S. Lowden	Board, Commitment: Director is potentially overcommitted, which may prevent them from effectively carrying out their duties as a sub-committee Chair. Company Reporting, Poor Practice: Company are not a signatory to the UN Global Compact and principles.
Acuity Inc.	21/01/2026	Ratification of Auditor	Audit, Independence: Excessive Auditor tenure.
Acuity Inc.	21/01/2026	Advisory Vote on Executive Compensation	Remuneration, Poor Practice: Misalignment with wider workforce. The CEO to median employee pay ratio is 640:1, representing a significant pay disparity between executives and employees. In addition, the CEO received over 4x the average compensation of other company NEOs, highlighting misaligned may is also experienced at the Board level. Remuneration, Poor Practice: Structure allows for excessive termination benefits, under the current policy the CEO is entitled to severance of 3x base salary and bonus, which is excessive. Remuneration, Poor Practice: Structure allows for excessive pay opportunity.
Visa Inc	27/01/2026	Shareholder Proposal Regarding Report on Risk Management Concerning Deepfake Content	Shareholder Proposal: Vote against as the company's existing disclosures and management approach are considered sufficient
Visa Inc	27/01/2026	Amendment to Certificate of Incorporation to Limit the Liability of Certain Officers	Amendment is not in best interests of shareholders
Visa Inc	27/01/2026	Shareholder Proposal Regarding Report on ROI of Inclusion Programs	Shareholder Proposal: Vote against as the proposal serves to undermine company's sustainability commitments, which is not aligned with the interest of long-term investors.
Visa Inc	27/01/2026	Shareholder Proposal Regarding Independent Chair	Shareholder Proposal: Vote against as the company's existing disclosures and management approach are considered sufficient
Accenture plc	28/01/2026	Elect Arun Sarin	Board, Independence: Audit Committee should be fully comprised of independent directors, we hold the Nomination Committee Chair responsible for this. Board, Independence: Misleading director independence classification, the Boards classification criteria should be reviewed to ensure uncompromised protection of shareholder interests. We hold the Nomination Committee Chair responsible for this. Board, Disclosures: Standard board level diversity information not fully disclosed.

Company	Date	Resolution	Reason
Accenture plc	28/01/2026	Elect Venkata Renduchintala	Board, Independence: Audit and Remuneration Committees should be fully comprised of independent directors. Board, Independence: Misleading director independence classification, director should be re-classified.
Accenture plc	28/01/2026	Elect Nancy McKinstry	Board, Commitment: Director is potentially overcommitted, which may prevent them from effectively carrying out their duties.
Accenture plc	28/01/2026	Appointment of Auditor and Authority to Set Fees	Audit, Independence: Excessive Auditor tenure.
Accenture plc	28/01/2026	Advisory Vote on Executive Compensation	Remuneration, Poor Practice: Short vesting period. Remuneration, Poor Practice: Structure allows for excessive pay opportunity and internal pay inequity.
Atkore Inc	29/01/2026	Advisory Vote on Executive Compensation	Remuneration, Poor Practice: Short vesting period. Remuneration, Poor Practice: Structure allows for excessive termination benefits. Remuneration, Poor Practice: Structure allows for excessive pay opportunity. One-off payments have been granted.
Emerson Electric Co.	03/02/2026	Advisory Vote on Executive Compensation	Remuneration, Performance Measurement: Double dipping across STI and LTI, rewarding one achievement twice. Remuneration, Poor Practice: Short performance period. Remuneration, Poor Practice: Structure allows for excessive pay opportunity.
Emerson Electric Co.	03/02/2026	Ratification of Auditor	Audit, Independence: Excessive Auditor tenure.
Emerson Electric Co.	03/02/2026	Elect Mathew S. Levatich	Board, Independence: Director long tenure may affect independence.
AJ Bell plc	04/02/2026	Remuneration Report	Remuneration, Performance Measurement: Excessive non-financial targets within STI.
Compass Group Plc	05/02/2026	Elect John A. Bryant	Board, Commitment: Director is potentially overcommitted, which may prevent them from effectively carrying out their duties as a sub-committee Chair.
Compass Group Plc	05/02/2026	Remuneration Report	Remuneration, Poor Practice: Misalignment with wider workforce.
Sage Group plc	05/02/2026	Elect Andrew J. Duff	Company Reporting, Poor Practice: Company are not a signatory to the UN Global Compact and principles.
Sage Group plc	05/02/2026	Elect Jonathan Bewes	Board, Commitment: Director is potentially overcommitted, which may prevent them from effectively carrying out their duties as a sub-committee Chair.

Company	Date	Resolution	Reason
Siemens Healthineers AG	05/02/2026	Increase in Authorized Capital	Potential dilution exceeds recommended threshold
Siemens Healthineers AG	05/02/2026	Amendments to Articles (Majority Requirement for AGM Resolutions)	Shareholder Experience: Proposal negatively impacts the rights and interests of shareholders. Shareholder Experience: Not aligned with shareholder interests.
Siemens Healthineers AG	05/02/2026	Authority to Issue Convertible Debt Instruments; Increase in Conditional Capital	Potential dilution exceeds recommended threshold
Mueller Water Products Inc	09/02/2026	Elect Brian C. Healy	Adopted forum selection clause in past year w/o shareholder approval
Mueller Water Products Inc	09/02/2026	Advisory Vote on Executive Compensation	Remuneration, Poor Practice: Golden hello awarded. Remuneration, Poor Practice: Short vesting period. Remuneration, Poor Practice: Structure allows for excessive termination benefits. One-off payments have been granted.
Siemens AG	12/02/2026	Remuneration Report	Remuneration, Discretion: No adjustment to pay outcome following fatalities. Remuneration, Poor Practice: Structure CEO base pay is excessively high. Remuneration, Poor Practice: High vesting at threshold performance
Siemens AG	12/02/2026	Amendments to Articles (Virtual AGM)	Shareholder Experience: Not aligned with shareholder interests.
Apple Inc	24/02/2026	Elect Andrea Jung	Board, Independence: Director long tenure may affect independence. Board, Independence: Non-Independent sub-committee Chairs, may compromise alignment with shareholder interests.
Apple Inc	24/02/2026	Elect Susan L. Wagner	Board, Effectiveness: Retirement policy waived, we believe the board should follow through on its policy. Director is Chair of the Nomination Committee
Apple Inc	24/02/2026	Elect Ronald D. Sugar	Board, Independence: Director long tenure may affect independence. Board, Independence: Non-Independent sub-committee Chairs, may compromise alignment with shareholder interests.
Apple Inc	24/02/2026	Shareholder Proposal Regarding Report on Risks and Costs Associated With China	Shareholder Proposal: Vote against as the company's existing disclosures and management approach are considered sufficient
Apple Inc	24/02/2026	Elect Arthur D. Levinson	Board, Independence: Director long tenure may affect independence. Company Reporting, Poor Practice: Company are not a signatory to the UN Global Compact and principles.

Company	Date	Resolution	Reason
Apple Inc	24/02/2026	Advisory Vote on Executive Compensation	Remuneration, Poor Practice: Internal pay inequity. Remuneration, Poor Practice: Misalignment with wider workforce. Remuneration, Poor Practice: Structure allows for excessive pay opportunity.
IntegraFin Holdings Plc	26/02/2026	Appointment of Auditor	Audit, Independence: Excessive non-audit fees.
IntegraFin Holdings Plc	26/02/2026	Remuneration Report	Remuneration, Poor Practice: Structure is misaligned with shareholder interests.
IntegraFin Holdings Plc	26/02/2026	Authorisation of Political Donations	Capital Matters: Excessive political expenditure.
IntegraFin Holdings Plc	26/02/2026	Authority to Set Auditor's Fees	Audit, Independence: Excessive non-audit fees.
Novartis AG	06/03/2026	Elect Giovanni Caforio as Board Chair	Board, Independence: Misleading director independence classification, director should be re-classified.
Novartis AG	06/03/2026	Transaction of Other Business	Shareholder Experience: We do not support unspecified proposals relating to the Transaction of Other Business, as such proposals often grant unfettered discretion, and may enable matters for which no or insufficient notice is given to shareholders.
Novartis AG	06/03/2026	Compensation Report	Remuneration, Poor Practice: Structure allows for excessive pay opportunity. Remuneration, Performance Measurement: Excessive non-financial targets within STI.
Novartis AG	06/03/2026	Executive Compensation (Total)	Remuneration, Poor Practice: Structure allows for excessive pay opportunity. Remuneration, Performance Measurement: Excessive non-financial targets within STI.
Analog Devices Inc.	11/03/2026	Advisory Vote on Executive Compensation	Remuneration, Poor Practice: Misalignment with wider workforce. Remuneration, Poor Practice: Short vesting period. Remuneration, Poor Practice: Structure allows for excessive pay opportunity. Remuneration, Poor Practice: Structure allows for excessive termination benefits.
Analog Devices Inc.	11/03/2026	Ratification of Auditor	Audit, Independence: Excessive Auditor tenure.
Applied Materials Inc.	12/03/2026	Ratification of Auditor	Audit, Independence: Excessive Auditor tenure.
Applied Materials Inc.	12/03/2026	Elect Aart J. de Geus	Board, Independence: Director long tenure may affect independence.
Applied Materials Inc.	12/03/2026	Elect Alexander A. Karsner	Board, Independence: Director long tenure may affect independence.

Company	Date	Resolution	Reason
Applied Materials Inc.	12/03/2026	Elect Thomas J. Iannotti	Board, Independence: Director long tenure may affect independence. Board, Independence: Non-Independent sub-committee Chairs, may compromise alignment with shareholder interests. Company Reporting, Poor Practice: Company are not a signatory to the UN Global Compact and principles. Remuneration, Poor practice, as an escalation of extremely poor remuneration structures we are opposing the Chair of the Remuneration Committees re-election.
Applied Materials Inc.	12/03/2026	Advisory Vote on Executive Compensation	Remuneration, Poor Practice: Misalignment with wider workforce. Remuneration, Poor Practice: Short vesting period. Remuneration, Poor Practice: Structure allows for excessive pay opportunity. Remuneration, Poor Practice: Structure allows for excessive termination benefits.
On the Beach Group plc	12/03/2026	Remuneration Report	Remuneration, Poor Practice: Structure is misaligned with shareholder interests.
Mapfre Sociedad Anonima	13/03/2026	Remuneration Report	Remuneration, Poor Practice: STI opportunity outweighs LTI.
Banco Bilbao Vizcaya Argentaria S.A.	19/03/2026	Elect Carlos Salazar Lomelín	Board, Independence: Audit and Remuneration Committees should be fully comprised of independent directors.
Kemira Oyj	19/03/2026	Election of Directors; Board Size	Board, Independence: Misleading director independence classification, director should be re-classified. Board, Independence: Audit Committee and Remuneration Committee should be fully comprised of independent directors. We hold the Nomination Committee Chair responsible for this. Non-Independent sub-committee Chairs, may compromise alignment with shareholder interests. We hold the Nomination Committee Chair responsible for this.
Kemira Oyj	19/03/2026	Remuneration Report	Shareholder Experience: Insufficient response to shareholder dissent. Remuneration, Poor Practice: Use of a one-off scheme that increases pay inequity.
Horiba Ltd	21/03/2026	Elect Atsushi Horiba	Board, Commitment: Director is potentially overcommitted, which may prevent them from effectively carrying out their duties. Board, Composition: Insufficient gender diversity/no diversity policy.
Novonesis AS	23/03/2026	Elect Heine Dalsgaard as Vice Chair	Board, Independence: Audit and Remuneration Committees should be fully comprised of independent directors.
Novonesis AS	23/03/2026	Elect Kasim Kutay	Board, Independence: Audit and Remuneration Committees should be fully comprised of independent directors.

Company	Date	Resolution	Reason
Novonosis AS	23/03/2026	Remuneration Report	Remuneration, Poor Practice: One-off payments have been granted. Remuneration, Performance Measurement: Excessive non-financial targets within STI.
Novonosis AS	23/03/2026	Elect Cornelis (Cees) de Jong as Chair	Board, Independence: Remuneration Committee should be fully comprised of independent directors, we hold the Nomination Committee Chair responsible for this. Board, Independence: Audit Committee should be fully comprised of independent directors, we hold the Nomination Committee Chair responsible for this.
Novonosis AS	23/03/2026	Shareholder Proposal Regarding Ethical Policies and Compliance Frameworks	Shareholder Proposal: Vote against as the company's existing disclosures and management approach are considered sufficient.
Electrolux AB	25/03/2026	Remuneration Report	Remuneration, Poor Practice: STI opportunity outweighs LTI.
Electrolux AB	25/03/2026	Elect Daniel Nodhäll	Board, Independence: Audit and Remuneration Committees should be fully comprised of independent directors. Board, Commitment: Director is potentially overcommitted, which may prevent them from effectively carrying out their duties.
Electrolux AB	25/03/2026	Directors' Fees	Remuneration, Structure: Non-executive directors should not receive equity-linked awards that vest subject to continuous service. Potential to disincentivise dissenting views or departing the Board at an appropriate time.
Electrolux AB	25/03/2026	Elect Petra Hedengran	Board, Independence: Audit and Remuneration Committees should be fully comprised of independent directors.
Telefonica S.A	25/03/2026	Remuneration Report	Remuneration, Poor Practice: Significant concerns around remuneration. Remuneration, disclosures: Shareholders would benefit from increased disclosure regarding pay-for-performance. Remuneration, structure: Severance payments should be capped at two years' total pay subject to meeting performance conditions.
Telefonica S.A	25/03/2026	Remuneration Policy	Remuneration, Poor Practice: Significant concerns around remuneration.
Banco Santander S.A.	26/03/2026	Remuneration Report	Remuneration, Poor Practice: STI opportunity outweighs LTI. Remuneration, Poor Practice: Misalignment with wider workforce.

Company	Date	Resolution	Reason
Banco Santander S.A.	26/03/2026	Elect Juan Carlos Barrabés Cónsul	By significantly diluting its fossil fuel policies, Santander has undermined the credibility of its climate commitments and created a clear path for continued financing of a global fossil fuel economy. The July 2025 and further February 2026 reversals we believe signal a governance failure at board level, where directors have a responsibility to exercise diligent oversight of climate-related risks in order to safeguard long-term shareholder value. Mr Carlos Barrabes is a member of Santander's Responsible Banking, Sustainability and Culture Committee which has oversight of the bank's climate strategy and transition planning so to prevent a sustained weakening of key policies and targets we are holding him accountable through our vote.
Banco Santander S.A.	26/03/2026	Elect Sol Daurella Comadrán	By significantly diluting its fossil fuel policies, Santander has undermined the credibility of its climate commitments and created a clear path for continued financing of a global fossil fuel economy. The July 2025 and further February 2026 reversals we believe signal a governance failure at board level, where directors have a responsibility to exercise diligent oversight of climate-related risks in order to safeguard long-term shareholder value. Ms Sol Daurella is the Chair of Santander's Responsible Banking, Sustainability and Culture Committee which has oversight of the bank's climate strategy and transition planning so to prevent a sustained weakening of key policies and targets we are holding her accountable through our vote.
Banco Santander S.A.	26/03/2026	Elect Gina Lorenza Díez Barroso Azcárraga	By significantly diluting its fossil fuel policies, Santander has undermined the credibility of its climate commitments and created a clear path for continued financing of a global fossil fuel economy. The July 2025 and further February 2026 reversals we believe signal a governance failure at board level, where directors have a responsibility to exercise diligent oversight of climate-related risks in order to safeguard long-term shareholder value. Ms Gina Barroso is a member of Santander's Responsible Banking, Sustainability and Culture Committee which has oversight of the bank's climate strategy and transition planning so to prevent a sustained weakening of key policies and targets we are holding him accountable through our vote.

Company	Date	Resolution	Reason
Carl Zeiss Meditec A G	26/03/2026	Remuneration Report	Remuneration, Performance Measurement: Excessive non-financial targets within LTI. Remuneration, Poor Practice: STI opportunity outweighs LTI. Remuneration, Performance Measurement: Double dipping across STI and LTI, rewarding one achievement twice. Remuneration, Structure: No executive share ownership guidelines. Remuneration Poor Practice: all incentives are paid out in cash, with no equity payouts or deferral requirements
Carl Zeiss Meditec A G	26/03/2026	Elect Peter Kameritsch	Escalation, Remuneration: Director serves as Chair of the compensation committee and there are significant concerns around remuneration structure and practices, which should be reviewed.
Carl Zeiss Meditec A G	26/03/2026	Elect Torsten Reitze	Board, Independence: Audit and Remuneration Committees should be fully comprised of independent directors. Board, Independence: Misleading director independence classification, director should be re-classified.
Carl Zeiss Meditec A G	26/03/2026	Elect Werner Stahl	Board, Independence: Misleading director independence classification, director should be re-classified.
Carl Zeiss Meditec A G	26/03/2026	Management Board Remuneration Policy	Remuneration Poor Practice: all incentives are paid out in cash, with no equity payouts or deferral requirements
Novo Nordisk	26/03/2026	Remuneration Report	Remuneration, Performance Measurement: Excessive non-financial targets within LTI. Remuneration, Performance Measurement: Double dipping across STI and LTI, rewarding one achievement twice. Remuneration, Performance Measurement: Excessive non-financial targets within STI.
Novo Nordisk	26/03/2026	Elect Britt Meelby Jensen	Board, Independence: Rem Committee should be fully comprised of independent directors
Novo Nordisk	26/03/2026	Directors' Fees (2025)	Remuneration, Poor Practice: Excessive increase.
Novo Nordisk	26/03/2026	Elect Britt Meelby Jensen	Board, Independence: Remuneration Committee should be fully comprised of independent directors.
Novo Nordisk	26/03/2026	Remuneration Report	Excessive termination package. Remuneration, Performance Measurement: Excessive non-financial targets within STI
Tryg AS	26/03/2026	Elect Jørn Rise Andersen	Board, Independence: Audit and Remuneration Committees should be fully comprised of independent directors.
Tryg AS	26/03/2026	Elect Jørn Rise Andersen	Board, Independence: Rem Committee should be fully comprised of independent directors

Company	Date	Resolution	Reason
Tryg AS	26/03/2026	Remuneration Report	Remuneration, Poor Practice: STI opportunity outweighs LTI. Remuneration, Performance Measurement: Excessive non-financial targets within STI. The CEO also received a 10% salary increase in the period due to peer group benchmarking.
Tryg AS	26/03/2026	Remuneration Report	Remuneration, Poor Practice: STI opportunity outweighs LTI. Remuneration, Performance Measurement: Excessive non-financial targets within STI.
Randstad NV	27/03/2026	Remuneration Report	Remuneration, Performance Measurement: Excessive non-financial targets within LTI. Insufficient discretion shown by the Rem Com in the face of company fatalities
Holmen AB	30/03/2026	Remuneration Report	Remuneration, Performance Measurement: Double dipping across STI and LTI, rewarding one achievement twice.
DBS Group Holdings Ltd	31/03/2026	Elect Peter SEAH Lim Huat	Board, Independence: Audit and Remuneration Committees should be fully comprised of independent directors.

Company	Date	Resolution	Reason
GCP Infrastructure Investments Limited	12/02/2026	Elect Steven Wilderspin	Board, Commitment: Director is potentially overcommitted, which may prevent them from effectively carrying out their duties.
Syncona Limited	03/03/2026	Long-Term Incentive Arrangements	Remuneration, Structure: In our view, the bar for transparency and accountability to shareholders should be higher during a strategic reset, not lower. Although there are positive design elements (hurdles, capping, lock-ups, etc.), we have concerns around the combination of an advisory-only vote enabling the Board to proceed irrespective of shareholder support and the Board's ability to amend terms without returning to shareholders.
Novo Nordisk	26/03/2026	Elect Lars Rebien Sørensen as Chair of the Board	Insufficient response to shareholder dissent; Related party transactions disclosure concern
Novo Nordisk	26/03/2026	Elect Lars Rebien Sørensen as Chair of the Board	Insufficient response to shareholder dissent
Randstad NV	27/03/2026	Ratification of Supervisory Board Acts	The company has made significant improvements to its governance of health and safety risks, including by updating the company health and safety policy, appointing a global H&S lead and launching the H&S community to share best practice. All leading to enhancement management and oversight of this risk. Despite this, there were still 6 fatalities experienced in the business. However, due to the improvements made over the period we have chosen to abstain the ratification rather than vote against it as a demonstration of our support of the changes made and the slight improvement of performance.



# Important Information and Disclosures

## Important Information - Please Read

This document has been produced for information purposes only and as such the views contained herein are not to be taken as advice or recommendation to buy or sell any investment or interest thereto.

Please note that the value of an investment and the income from it can fall as well as rise as a result of market and currency fluctuations, you may not get back the amount originally invested.

Past performance is not necessarily a guide to future returns.

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## The following FX rates have been used to convert the base currency as of 31 March 2026

Base Currency	Local Currency	Rate
All securities in base currency		



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