

EdenTree Asset Management Limited
(Company Number 11923964)

Section 172 statement

The directors confirm that during 2025 and up to the date of approval of this Report, they have acted to promote the success of the Company for the benefit of its members as a whole and considered the matters as set out in section 172(1)(a) to (f) of the Companies Act 2006. This section provides an overview of how the directors have had regard to those matters when performing their duties.

The Company is part of the Benefact Group plc (Group) of companies therefore some activity is undertaken at Group level. Consequently, further information on stakeholder engagement and other section 172 matters is provided in the Group's Annual Report and Accounts.

The Company itself has no employees. Individuals who undertake work on behalf of the Company are employed by Ecclesiastical Insurance Office public limited company (EIO), and therefore employee engagement has been disclosed within EIO's Annual Report and Accounts.

Each board within the Group has delegated day-to-day management of the business to the Chief Executive Officer and management.

Our Approach to the Long-Term Success of the Company

The directors recognise that the long-term success of the Company and its ability to help people, charities and good causes is dependent on having stakeholder interests at the heart of activity and decision making. Moreover, the Board understands the need to listen and respond to stakeholders to enable the Company to achieve its strategic ambitions.

As a part of a global financial services group driven by the ambition of transforming communities and lives, the Company is continually striving to always do the right thing. However, there are occasions where the needs of different stakeholders may not be aligned. In these situations, the Board attempts to balance the conflicting interests of our stakeholders in their decision-making.

Stakeholder Engagement in Decision Making

The Board adopts a range of approaches to engage with stakeholders and recognises that the importance of a stakeholder group may differ depending on the matter to be considered. Given the nature of the business, the Board sometimes engages directly with stakeholders and understands that it may be more appropriate for engagement to be undertaken at an operational or at Group level.

Certain stakeholder matters are led at Group level, especially where the matters are of group-wide significance or have the potential to affect the reputation of the Group. The Board considers a variety of information to understand the impact of the Company's operations and the interests and views of our key stakeholders.

A one-year rolling plan of business for discussion is agreed annually to ensure that the Board is focused on the right issues at the right time and sufficient time is allowed for appropriate consideration and debate. Information is provided to directors in papers in advance of each meeting. In addition, people from the business are invited to attend meetings to provide insight into key matters and developments. At each Board meeting, the directors discuss strategic and business matters, financial, operational and governance issues and other relevant issues that arise. Because of this, the Board has an appreciation of engagement with stakeholders and other relevant matters, which enables the directors to comply with their legal duties.

Below is an example of a key decision made by the Board:

Internal Capital and Risk Assessment

During the year, the Board approved the Company's Internal Capital and Risk Assessment (ICARA), a core requirement of the Investment Firms Prudential Regime and a key component of the Company's

long-term financial and operational resilience. In approving the ICARA, the Board undertook a comprehensive review of the Company's capital and liquidity position, giving detailed consideration to the sustainability of the business model, the adequacy of resources to support strategic objectives, and the implications for clients, employees, and other stakeholders.

The Board assessed regulatory expectations and the importance of maintaining confidence in the Company's governance, risk management and control environment. As part of this review, the Board approved the Company's wind-down plan, ensuring that appropriate operational arrangements and financial resources are in place to support an orderly exit from the market if required.

In addition, the Board considered the outcomes of stress testing and scenario analysis, evaluating the Company's resilience under severe but plausible market and operational conditions. This assessment confirmed that the Company would maintain sufficient capital and liquidity to meet its obligations and protect stakeholders. The ICARA outcome demonstrates the Board's commitment to safeguarding client interests, supporting market integrity, and upholding its responsibilities under the regulatory regime.

Stakeholder engagement

Below is an overview of our approach to stakeholder engagement and outcomes:

Clients	
<p>The Board considers that clients should be at the heart of everything we do, treating them fairly and ethically and ensuring any actions or decisions demonstrate our passion for them and make us first choice both today and in the future.</p> <p><i>What matters to them?</i></p> <ul style="list-style-type: none"> - Client outcomes, experience and service - Product offering and specialist expertise - Liquidity profile - Performance and returns - Responsible and Sustainable investment proposition - Investment risk management 	
<p>Employees</p> <p>The Company has no employees. Individuals who undertake work on behalf of the Company are employed by EIO.</p> <p>Notwithstanding this, the Board appreciates that these individuals are the Company's greatest asset given their specialist skills and knowledge and propensity to go above and beyond.</p> <p><i>What matters to them?</i></p> <ul style="list-style-type: none"> - Culture and purpose - Fair pay and reward - Flexible working - Making a positive impact on society - Health and wellbeing - Diverse and inclusive workplace - Training, practices development and progression 	<p>Communities</p> <p>The Board is committed to doing business differently and supporting the Group in building a movement for good across society, transforming lives and communities.</p> <p><i>What matters to them?</i></p> <ul style="list-style-type: none"> - Charitable giving - Health and Safety - Employment, economic and societal contribution - Environmental impact of operations

EdenTree Investment Management Limited (EIM)

The Board understands the need to have an open, honest and constructive relationship with EIM as the Authorised Corporate Director (ACD) of the two open-ended investment companies (EdenTree Investment Funds Series 1 (EIF1), EdenTree Investment Funds Series 2 (EIF2)) that the Company has been appointed as the Investment Advisor.

What matters to them?

- The interests of the investors in EIF1 and 2
- Operational and financial resilience
- Openness and transparency
- Compliance with legislation, regulation, investment objectives and policies set out in the prospectus.

Shareholders

The Board recognises the need to maintain a close and open relationship with its shareholders characterised by transparency and mutual understanding.

What matters to them?

- Financial performance and returns
- Strategy and business model
- Environmental, social and governance (ESG) credentials
- Reputation and ethics
- Strong leadership

Suppliers

The Board appreciates the important role that suppliers play in ensuring a reliable service is delivered to clients and the need to have a strong working relationship.

What matters to them?

- Collaborative approach
- Open terms of business
- Fair payment terms
- Responsible supply chain
- Communication

Regulators

The Board recognises the importance of open and honest dialogue with Regulators (including the Financial Conduct Authority) and is committed to complying with applicable legislation and regulation in order to maintain standards of business conduct.

What matters to them?

- Outcomes for clients
- Operational and financial resilience
- Openness and transparency
- Compliance with legislation and regulation

Key stakeholders	Methods of engagement and outcomes
Clients	<p>During the year, the Board and the Audit, Risk and Compliance Committee received reports from Management on client matters.</p> <p>The Board also takes account of customer experience through regular reviews of a range of measures including customer satisfaction.</p> <p>Regular meetings are held between Management and key clients (including the Group and EIO) to understand their needs. In addition, there is also regular engagement with clients (including conducting listening exercises, surveys, holding focus or consultative groups, monitoring client complaints and satisfaction data).</p> <p>Portfolio liquidity was also considered to ensure appropriate outcomes for clients.</p> <p>The Board celebrated EdenTree achieving several external awards including (i) Best Ethical Investment Provider at the Moneyfacts Investment Life & Pensions Awards 2025, marking their 17th consecutive win, (ii) Best Sustainable Fund Launch for the Global Sustainable Government Bond Fund at the Investment Week Sustainable Investment Awards 2025, and (iii) Sustainable & ESG Investment</p>

Key stakeholders	Methods of engagement and outcomes
Clients continued	Woman of the Year (small to medium firms) for Carlota Esguevillas (Highly Commended) at the Investment Week Women in Investment Awards 2025.
Colleagues	<p>Members of the management team and subject matter experts (such as the Chief Investment Officer) are invited to Board and Committee meetings to present on items and input into discussion that affect colleagues. The Chief Executive provides regular resource updates to the Board. In addition, the Head of HR reported on people, culture and values. This included consideration of diversity and inclusion and the results of employee engagement surveys.</p> <p>On behalf of the Board, the following methods are used to engage, involve and inform colleagues who undertake work on behalf of the Company:</p> <ul style="list-style-type: none"> • a variety of communication channels including regular huddles (which provide quick updates on what's going on, what's coming up and opportunities to ask questions); circulating information to keep colleagues up-to-date on key financial and business metrics and sales and business development activities (such as planned client pitches and wins); employee meetings on general business performance and strategic direction; and involvement in projects. • colleague engagement surveys adopting the b-Heard Survey provided by an external partner, Best Companies. • whistleblowing policy and procedures are operated at a Group level; • direct engagement and consultation through employee representative forums which have a mandate to build trust, collaboration and strong teams through the strengthening of internal networks, familiarity and relationship building activities; • a performance related bonus scheme is operated, which directly links individual objectives and business performance to encourage colleagues to participate in the overall financial success of the Company and the Group; and • a range of training, development and volunteering activities are available to colleagues, including technical courses, mentoring, coaching and community opportunities. <p>Some matters are considered at EIO level and associated information is set out in EIO's Annual Report and Accounts.</p>
Suppliers	<p>The Board does not usually directly interact with suppliers, however they receive reports and updates from Management allowing them to oversee associated relationships and to keep up to date on developments.</p> <p>The Board, supported by the Audit, Risk and Compliance Committee has overseen the relationship with material outsource providers. Regular updates are received and discussed in respect of the performance and relationship with Northern Trust (Transfer Agent) and EIO who provide a variety of services including HR Payroll, business procurement, IT infrastructure and generic systems. In addition, Management has regular meetings with key suppliers to understand their needs and perspectives and reports to the Board appropriately.</p>
Regulators	The Board (via the Audit, Risk and Compliance Committee) receives reports detailing the Company's regulatory interactions. Regular reports are also received on the evolving legal and regulatory landscape incorporating a detailed impact and progress assessment.

Key stakeholders	Methods of engagement and outcomes
Shareholders	<p>EdenTree Holdings Limited (EHL) owns the entire issued Ordinary share capital of the Company. EHL is wholly owned by the Group who in turn is wholly owned by BTL with whom the Board has an open and constructive relationship.</p> <p>Protocols for the exchange of information between BTL and the Group and its subsidiaries (including the Company) are in place and cover performance, operations and financial position. The directors of the Boards of the Company and EHL are identical. In addition, there is at least one 'Common Director' (i.e. a Director who is a member of the Boards of the Group, EHL and the Company) who is expected to attend every Board meeting. Mark Hews and Rita Bajaj are such directors.</p> <p>There is engagement between respective Board and Committee Chairs. Regular dialogue takes place on the shareholder expectations of the Company and strategy for the development of the business. This ensures that the views of the shareholder are communicated to the Board as a whole. In turn, the Common Directors support the directors of the shareholder to understand the performance and strategic issues faced by the Company.</p> <p>Entities within the Group are also clients. Group funds are managed on a commercial basis and a discretionary Investment Management Agreement is in place, as is the case for all external clients.</p> <p>Dealing is conducted at arm's length and on the same terms as external clients. Allocations of stocks and any associated costs of trading for both the Group and external clients are strictly pro-rated according to Assets Under Management.</p>
Communities	<p>The Company is ultimately owned by a charity and has a unique purpose to contribute to the greater good of society, therefore all available profits are donated to good causes. The Group has been named the third biggest corporate giver to charity in The Guide to UK Company Giving.</p> <p>Given the Company's desire to maintain its leading position in responsible investment, ESG matters have been a key focus for the Board during the year and throughout the life of EdenTree.</p>
EdenTree Investment Management Limited	<p>Historically the Company and EIM had 'Common Directors'. However given the responsibilities of EIM as the ACD of the EIF1 and EIF2, the composition of the EIM Board was changed to remove the "Common Directors".</p> <p>The Board and the Audit, Risk and Compliance Committee consider any matters that need to be raised with the EIM Board. There is also appropriate engagement between the respective Board Chairs. Moreover, Management representatives attend meetings of both the Company and EIM.</p> <p>The Board also received a report from the EdenTree Sustainable Investment Panel which was established by EIM to help to ensure that the range of funds and portfolios managed by EdenTree meet its stated ethical or responsible investment aims and objectives.</p>