2022
UK Stewardship Code

REPORTING PERIOD 1/1/2022 – 31/12/2022

Table of Contents

Introduction 3

Purpose and Governance 4

Principle 1 4
Principle 2 9
Principle 3 16
Principle 4 19
Principle 5 25

Investment Approach 27

Principle 6 27
Principle 7 33
Principle 8 44

Engagement 46

Principle 9 46
Principle 10 58
Principle 11 62

Exercising Rights and Responsibilities 67

Principle 12 67

Introduction

Fiera Capital is a leading independent asset management firm with a growing global presence and approximately US$117 billion in assets under management.

Headquartered in Montreal, Fiera Capital, with its affiliates in various jurisdictions, has offices in over a dozen cities around the world. Our European base in London is home to investment teams covering publicly listed global equity and emerging market equities, as well as to our Real Estate and Infrastructure business divisions.

At Fiera Capital, we recognize that the investment landscape is constantly evolving. Our teams collaborate and seek to draw on the global industry's most innovative and diverse offerings to deliver customized and multi-asset solutions across public and private market asset classes to institutional, financial intermediary and private wealth clients. We are a firm built for capital allocation excellence and we have the ambition and the determination to provide our clients with the most sophisticated solutions serving their ever-evolving needs.

Sustainable investing is core to our investment philosophy. We firmly believe in making each team accountable for the integration of Environmental, Social and Governance (ESG) considerations into their investment processes, and that doing so will help deliver better investment outcomes to our clients and foster sustainable prosperity for all our stakeholders.

We also believe that sound corporate governance and solid business practices are key to achieving those outcomes. Accordingly, our investment teams frequently engage with companies in our portfolios to understand how they are positioned for the future, what their approach to ESG issues is, and when the opportunity presents itself, to influence their behaviours and collaborate towards the adoption and implementation of sound ESG practises that are likely to produce sustainable added value. We also exercise our proxy voting rights to help drive positive change.

As a public company, we seek to adhere to the highest governance and risk management standards and operate with transparency and integrity to create value for our clients over the long term.

In this document, we explain Fiera Capital's approach to stewardship, provide examples of our activities and demonstrate how we live up to the FRC's standards. We are fully committed to the 12 principles of the U.K. Stewardship Code and as such, invite you to read our report to find out more about our commitments.

Jean Michel,
Executive Director, President and Chief Investment Officer, Public Markets

Marc-André Desjardins
Chief Investment Officer and Head of Private Markets Solutions

Catherine O'Reilly
Executive Director Fiera Capital (UK) Limited and Managing Partner Fiera Capital UK

Purpose and Governance

Principle 1

Signatories' purpose, investment beliefs, strategy and culture enable stewardship that creates long-term value for clients and beneficiaries leading to sustainable benefits for the economy, the environment and society

Our Firm at a Glance

Fiera Capital is a leading independent asset management firm with a growing global presence, committed to serving every client across North America, Europe and Asia. As one of Canada's largest independent asset managers with approximately US$117 billion in assets under management as of 31 December 2022, we differentiate ourselves by our active approach to investment management and by offering a full suite of customized, multi asset solutions across both public and private market asset classes.

Our success is driven by our employees, including over 250 investment professionals, who leverage their talent and expertise to act as trusted partners to our clients, providing investment insights and tailored solutions that cater to their specific investment needs. Our professionals have a broad range of skills and are supported by an agile, entrepreneurial culture and an aligned global leadership team.

Our international presence is supported by deep local expertise enabling us to serve clients in the institutional, financial intermediary and private wealth channels. Our global reach allows us to meet the needs of the most sophisticated investors, including those seeking both asset class and regional diversification.

Offices in

12 cities & **7** countries

850+ employees

230 investment experts

Fiera Capital's European Division

Fiera Capital's European division is an equity focused asset manager, with a highly qualified team of dedicated investment professionals at its heart.

Our investment teams' sole focus in London is the management of publicly listed global equity, frontier and emerging market equity assets for our clients, with a variety of products designed to meet their needs. Our strategies have a heavy bias towards actively managed equities.

Our equity products include a range of UCITS-compliant long-only funds as well as long/short hedge funds. We also run pooled and segregated accounts for our institutional clients. Products may be global, regional or country-specific.

Fiera Capital's European headquarters is in Mayfair, London and is also home to colleagues in the Fiera Real Estate UK and Fiera Infrastructure business divisions. By offering access to private market strategies, our belief is that the blend of private and public market solutions will help provide our clients with innovative investment ideas in this changing world.

Our Investment Philosophy

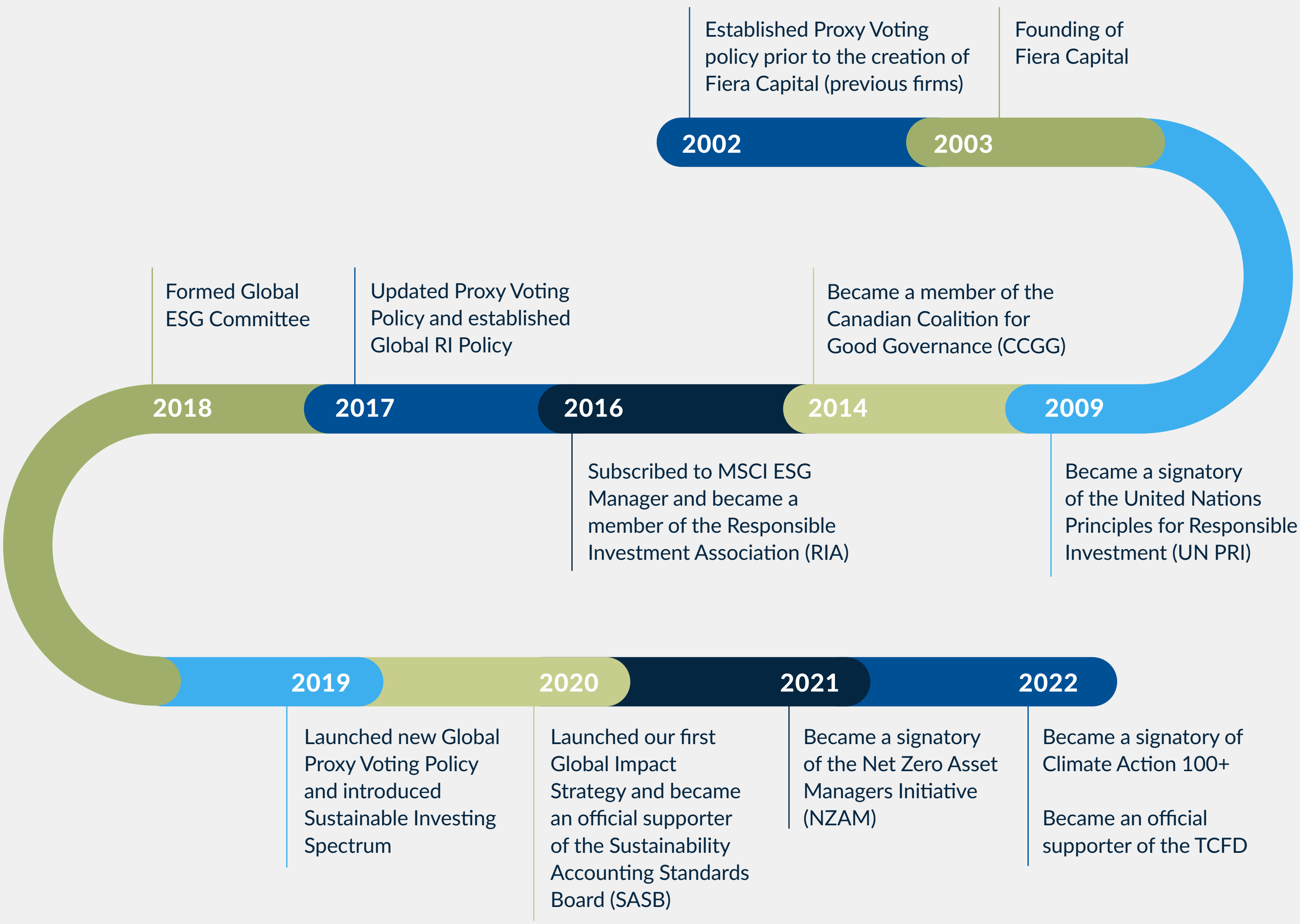
Fiera Capital is a research-driven investment firm. We believe that disciplined, methodical analysis and the consistent application of a rigorous investment approach produce superior performance. Our active management model stresses teamwork and the free exchange of ideas among a group of highly experienced investment professionals.

At Fiera Capital, research is much more than a specialty confined to a specific department. It is the core of our investment approach and the basis of all of our management processes. Our internal fundamental research capabilities come in many forms:

- Independent bottom-up fundamental research is the cornerstone of our equity strategies as each of our teams conducts, on average, 300 to 400 company visits and management interviews annually;
- Rigorous top-down fundamental research, independent of sell-side analysis and of credit rating agencies, is the cornerstone of our actively managed fixed income strategies, resulting in opinions that are independent of market views;
- In-house fundamental economic and market research drives our asset allocation process which is designed to optimize returns while striving to preserve capital in all market environments;
- The combination of disciplined portfolio construction and true entrepreneurial values enables Fiera Capital to offer innovative solutions customized to the specific needs of our clients.

Our Sustainable Investing Journey

We have always viewed our commitment to sustainable investing as an ongoing journey, rather than a destination. Year after year, we seek to continuously raise the bar to drive innovation and enhance our sustainable investing capabilities. We are dedicated to creating better investment solutions while fostering a more sustainable future.



Our Vision and Belief

We have a duty to act professionally, responsibly and diligently in the best interest of our clients, investors and stakeholders with a view to create long-term sustainable value. Our mandate is to generate the best returns possible for our clients within the investment constraints of each individual investment policy statement.

Therefore, we believe sustainable investing is core to our ability to satisfy both our duty and mandate without sacrificing returns. We also believe that integrating environmental, social and governance ("ESG") considerations into our investment analysis and decision-making processes truly benefits the asset valuation process by providing a deeper understanding of business models and industry challenges.

Integrating ESG factors into our investment activities also serves to incorporate metrics and qualitative information that covers ESG matters into our security screening process, which can help uncover risks that may have otherwise gone unnoticed. As an actively engaged steward of client capital, we believe that constructively engaging with securities issuers can help us enhance long-term, risk-adjusted performance for our funds and our clients.

Our Sustainable Investing Objectives

The following objectives guide our sustainable investing efforts and represent the key outcomes we aim to achieve:

- **Enhanced investment analysis**
  We aim to remain at the forefront of the investment management science. We believe integrating ESG factors into our investment analysis leads to a better understanding of our investment opportunities' risk and return profiles.
- **Financial prosperity**
  We aim to create sustainable prosperity for our clients and partners. We are looking to create outcomes that extend well beyond enhancing risk-adjusted returns.
- **Efficient capital allocation**
  We want to contribute to a more sustainable future through efficient capital allocation and by being thoughtful of the potential social and environmental impact of the capital we manage on behalf of our clients.
- **Transparency**
  We aim to improve our communication and transparency on ESG risks and opportunities by increasing the quality of our reporting to our clients and stakeholders.

Sustainable Investing Strategy and Key Strategic Pillars

To deliver on the above-mentioned objectives, Fiera Capital has identified the following key strategic pillars as being crucial in the delivery of its sustainable investing strategy:

Key Strategic Pillars

ESG integration

We believe that organizations that understand and successfully manage material ESG associated risks and opportunities tend to be more resilient, higher-quality businesses and assets and are therefore better positioned to deliver sustainable economic value over the long term. As a fiduciary, it is our duty to incorporate ESG factors within our investment processes to identify additional risks and opportunities.

Active ownership

Fiera Capital has long maintained a proxy voting policy, and where we have been entrusted to vote proxies on behalf of the funds and client assets that we manage, we ensure these rights are exercised.

ESG screening

We believe ESG factor screening can be a useful tool to further adapt investment solutions to the growing and changing needs of our clients and partners.

Climate change

Managing climate risks and opportunities is imperative since climate change presents a systemic risk for the economy and societies worldwide. For this reason, we believe that we must actively participate in the efforts to transition to a low-carbon economy while managing these risks and opportunities to achieve durable returns for our clients.

Industry collaboration

Fiera Capital interacts and participates in a number of industry working groups focused on sustainable investing. We believe that an integral part of our role as investors is to actively contribute and collaborate with our peers to further promote the advancement of responsible and sustainable investing.

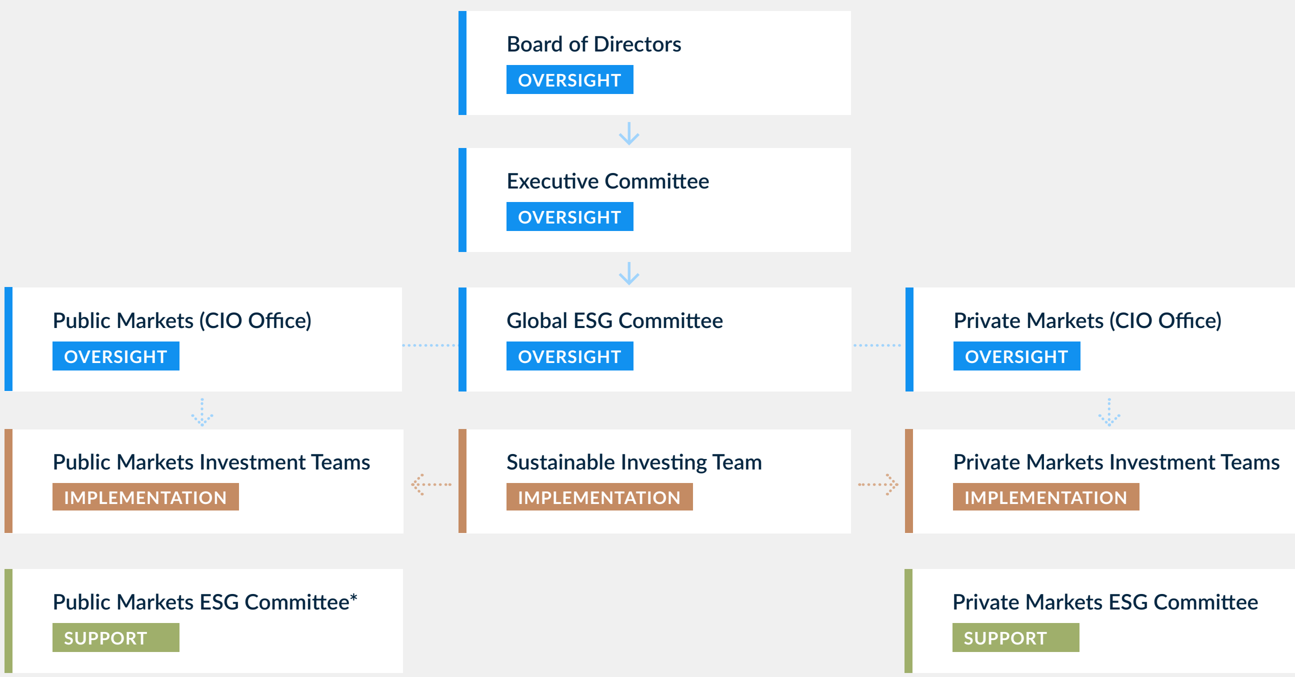
Principle 2

Signatories' governance, resources and incentives support stewardship

Our ESG Governance Structure

Integrating sound governance criteria into our investment process is part of Fiera Capital's DNA. It entails taking a rigorous approach to risk management to achieve optimal performance within an appropriate level of risk.

ESG governance is a shared responsibility at Fiera Capital, with multiple different business divisions and functions involved to make sure that we continue to enhance our capabilities in the years to come.



*New committee to be formed in 2023

Board and Executive Committee

Fiera Capital's Board of Directors is responsible for supervising the management of the Company, including overseeing its business conduct and affairs. This oversight includes the implementation of the Company's sustainable investing strategy. Fiera Capital's Chief Executive Officer is responsible for providing updates on the Company's progress.

The Executive Committee oversees Fiera Capital's strategic direction and the development of its sustainable investing strategy.

Global ESG Committee

Fiera Capital's Global ESG Committee ("The Committee") reviews the practices and initiatives relating to ESG matters and oversees their development in line with market and regulatory expectations. The Committee includes key professionals and thought leaders from different business functions and regions across the organization. Collectively, they implement the firm's strategic objectives related to sustainable investing.

Global ESG Committee Membership in 2022	
Sustainable Investing Team	Vincent Beaulieu, Head of Sustainable Investing
CIO Office	Marc-André Desjardins, CIO – Private Markets Jean Michel, CIO – Public Markets Michael Pultrone, Assistant Vice President – CIO office
Risk	Aaron Weisz, Consultant
Distribution and Product Development	Jason Carvalho, Senior Vice President and Capability Specialist – Fixed Income
Legal and Compliance	Jonathan Moncrieff, Global Chief Compliance Officer Alex Williamson, VP Legal & Compliance

Private Markets ESG Committee

Fiera Private Markets ("FPM") Committee is a collaborative forum to support our different strategies and enhance FPM's ESG identity. The committee is chaired by FPM's Chief Investment Officer and has representation from each FPM strategy and Fiera Capital's Head of Sustainable Investing. FPM's commitment to tackling climate risk is underpinned by shared beliefs about the value and resilience that this analysis can provide to our clients and is therefore integrated into every stage of the investment process.

A Public Markets ESG Committee will be created in 2023 in order to create a collaborative forum among the Public Markets investment teams.

CIO Offices – Public and Private Market Divisions

The CIO offices of Fiera Capital's Public Markets and Private Markets divisions are responsible for ensuring their respective investment teams have sufficient resources and support to enhance their ESG capabilities over time.

Sustainable Investing Team

The Sustainable Investing Team is responsible for implementing a consistent, purpose-led and proactive approach to sustainability in our investing activities. Its focus is on improving support to investment teams, providing transparency to our clients and ensuring that Fiera Capital complies with applicable regulations.

The Sustainable Investing team collaborates with the investment teams and the Chief Investment Officers of both the Private Markets and Public Markets divisions to improve and support our ESG capabilities while also working closely with distribution channels to help create new ESG-focused solutions. The Sustainable Investing team also collaborates with the Risk Management team on various ESG projects, such as ESG data and reporting projects.

Additionally, each investment team has a designated resource charged with leading ESG integration and focusing on ESG considerations.

Global Proxy Voting Committee

The global proxy voting committee is comprised of members of various departments, such as compliance, sustainable investing and CIO office, which meets regularly to discuss proxy-related matters, including updating the firm's proxy voting policy and guidelines. Its roles and responsibilities include providing oversight and thought leadership for proxy voting throughout Fiera Capital.

Diversity, Equity and Inclusion

We believe that diversity of thought and perspective fuels our ability to generate innovative solutions for our clients and to build sustainable prosperity for all our stakeholders. We take the view that diverse teams generate competitive business insights, find the best solutions and make better decisions.

Our DE&I Vision

To cultivate an inclusive, safe and trusting work environment where everyone can feel a sense of belonging and can bring their full selves to work.

In the spring of 2021, we conducted an inclusion survey with participation from our employees globally. Feedback from the survey provided us with a foundation to create a comprehensive five-year DE&I roadmap and objectives. The detailed plan encompasses support and educational initiatives, a focus on human resources programmes and policies, as well as targets to increase the inclusion of women in management roles and the representation of underrepresented groups by 2026. We will also be using the survey data as a benchmark to establish accountability and measure progress.

Currently, our DE&I-CSR Council is comprised of 23 leaders and 27 ambassadors from across our global offices and from diverse and underrepresented groups. The Council is committed to acting as champions of diversity and inclusion and to supporting our efforts to ensure we deliver consistent and impactful outcomes aligned with our DE&I strategy. The Council reports directly to our Executive Chairman of the Board and provides regular updates to the Board and its Nominating and Governance Committee.

With our goal to increase the presence of women in management roles, we more than tripled the number of participants in the **A Effect Ambition Challenge**, which propels female ambition and fosters greater equality. Thirty-five women from across the organization enrolled in this unique international training programme in 2022.

As we continue to grow, we aspire to achieve a level of diversity that reflects the communities and organizations we serve and support around the globe.

Our DE&I initiatives are fundamental to building better business decisions and value creation for all our stakeholders, and to establishing our brand and shaping our culture. Although progress takes time, we will remain focused on our DE&I vision and we will keep fostering conversations and cultivating opportunities where we can learn from different perspectives and experiences, grow and improve.

Spotlight

In 2022, Fiera Capital became one of the first 16 signatory organizations to the CFA Institute Diversity, Equity and Inclusion Code for the Investment Profession in Canada and the United States. DEI Code signatories commit to six metrics-based principles to accelerate and amplify the impact of their commitment by making the economic, business, and moral case for diversity, equity and inclusion.

Further, in Canada, signatories commit to implementing the Truth and Reconciliation of Canada Call to Action #92 and to embracing Indigenous reconciliation. We are taking an important leadership role on the path towards a more diverse and inclusive investment industry, and we are committed to further driving positive and meaningful change within our organization and the communities we serve and support around the globe.

Remuneration Linked to Stewardship

Some of our resources, such as members of our Sustainable Investing team, have incentives as part of their remuneration linked to the delivery of ESG projects and objectives. Similarly, some investment teams in our Private Markets division have ESG-focused personal objectives, which are linked to financial renumeration. For instance, our real estate investment teams have objectives linked to the achievement of certain GRESB points threshold.

It is our belief that material ESG factors affect the performance of the companies/issuers in which we invest and that ESG integration can therefore result in a better performance. While, our investment teams and portfolio managers are mainly compensated on performance of their strategies, our investment teams are indirectly compensated on their ability to manage these risks.

We believe our compensation process is consistent with the integration of sustainability risks and should not encourage excessive risk taking.

Sustainable Investing Training

ESG information is circulated to the investment teams from the Sustainable Investing team with the goal of sharing information about ESG more broadly within the firm. The cross-functional Global ESG Committee brings together personnel from various functional groups of the firm to support the advancement of ESG initiatives.

The process for developing and training staff to better identify material ESG factors in their investment activities varies from team to team as each integrates and incorporates internal governance and opportunities differently. Learning sessions were organized throughout the year to help inform investment teams on different ESG themes. For example, our real estate division conducts annual mandatory training for all employees, which contributes positively towards the achievement of higher GRESB scores.

In 2023, we will continue to offer additional workshops on EU taxonomy, SFDR and principal adverse impact indicators in investment decisions. Furthermore, as part of our effort to further increase the level of ESG certification and training throughout the organisation, we have investigated in 2022 several formal ESG training options to be promoted internally, such as the CFA ESG investing certificate.

We believe supporting and better promoting such certifications will enhance the level of ESG knowledge through time.

Third-Party Data Sources and Services

One of the key challenges the industry is facing regarding ESG is the availability and reliability of data and measurement. The key third-party service providers that support our stewardship activities include **but are not limited to:**

Service provider	Brief description of purpose
MSCI ESG Research	We leverage the use of MSCI ESG Research to get access to their ESG ratings as well as ESG data and analytics.
ISS	We use the services of ISS to administer proxy voting instructions and get access to research and recommendations on proxy voting matters.
Bloomberg	Bloomberg is used to get access to ESG data.
CDP	We are a signatory to the CDP, a project that aims to collect and share information on greenhouse gas emissions and climate change strategies. CDP is therefore a useful source of information on the matter and can be leveraged to get better insight on GHG emissions reporting and reduction plans made by companies.
GRESB	GRESB is the most recognized global ESG benchmark for real assets. More than 100 institutional investors, representing approximately $22 billion in assets under management, use GRESB data to monitor their investments and make decisions that lead to a more sustainable industry. We mainly leverage GRESB in our infrastructure and real estate strategies and participate in the annual reporting it requires.
SASB	SASB is a framework with growing global recognition. As an official supporter since 2020, we promote the standards internally, and it is used by an increasing number of Fiera Capital investment teams to facilitate the identification of material ESG considerations.

We also frequently engage with external thought leaders, such as corporate social responsibility and impact investing experts to broaden our perspectives, improve our understanding of key topics and complement our internal research. We have participated in or presented on a number of ESG expert panels and conferences and published several ESG-focused white papers. We do not use engagement consultants; our engagement activities are all carried out in-house. We have selected the above service providers to provide our investment and Sustainable Investing teams with information on companies in our investable universe.

Principle 3

Signatories manage conflicts of interest to put the best interests of clients and beneficiaries first

At Fiera Capital, we understand the importance of identifying and managing potential or actual conflicts of interest. It is our responsibility to prevent or manage conflicts of interest that may arise between the Company, its Personnel, any person directly or indirectly linked to them by control, and a client of the firm. We also strive to prevent conflicts between clients of the firm that may arise during the provision of our services, whether it is caused by the receipt of inducements from third parties or our own remuneration and other incentive structures.

Managing Conflicts

To minimize the risk of conflicts of interest, we have implemented various policies and procedures embedded in Fiera Capital's Global Code of Conduct. This includes policies governing outside business activities and conflicts of interest. All employees must obtain authorization prior to engaging in any outside business activities, including becoming board members.

At Fiera Capital, we place a high priority on maintaining effective organizational and administrative arrangements that prioritize our clients' interests and prevent conflicts of interest. In the event of a potential conflict, we take steps to organize our business activities in a way that prevents it from affecting our clients' interests. This includes:

- **Information barriers:** Creating information barriers to prevent the flow of information between conflicting business activities.
- **Separate supervision:** Separate reporting lines and senior management oversight
- **Remuneration:** Ensuring appropriate governance, transparency and oversight to ensure team members do not favour a particular client, product or service.
- **Inappropriate influence:** Preventing pressure or inappropriate influence being exerted on one member of the team by another.

Oversight and Assurance

As the first line of defence, our business units are responsible for effectively managing and addressing any potential or actual conflicts within their scope of activity. Our Compliance function, as the second line of defence, designs and maintains our conflicts risk management framework, and oversees conflict management in collaboration with our relevant FCE Group Boards. The Compliance function will periodically perform assurance reviews to ensure the effectiveness of our conflict management controls, and our Conflicts Register details any conflicts of interest and their mitigation. If any exceptions are identified, our relevant boards take appropriate steps for resolution, and our Compliance function and business unit heads oversee the resolution and remediation of conflicts as needed.

Review of Conflict-of-Interest Policy

A review of our conflict-of-interest policy was conducted in November 2022, as it is done on a yearly basis, to ensure that preventative measures are in principle sufficient to ensure our clients' best interests.

Potential Conflicts of Interest

Example

Allocation of Client Transactions

Description:

A conflict may occur through an incorrect or inappropriate and unfair allocation among different clients or between our employees and clients. We manage investments for multiple clients, some of which follow substantially the same investment strategy. As such, when a decision to deal has been made it will generally be applicable for multiple clients and an aggregated Order will be placed. Trade allocation must be determined on a basis that is fair, appropriate, reasonable, and equitable to all clients with demonstrable avoidance of one client being favoured over another or discriminated against ("Fair"). Clients must be treated fairly.

Key Controls and Management Arrangements:

- On occasions when it is not suitable for one or more client to participate on the same basis or to participate at all in aggregated transactions, it is the responsibility of each Portfolio Manager to ensure fair allocation and to record any such rationale with a four eyes approach on all investment decisions. The allocation for each transaction is determined at the point the order is raised i.e., before trading and is recorded in the Firm's Order Management System.
- Fully executed orders or partially filled orders are allocated among relevant clients on a pro-rata basis, according to the assets of each client in proportion to the total assets of all relevant clients.
- Allocations are monitored daily.
- Personal account dealing is not encouraged in securities held by client funds and accounts and pre-clearance is required with clients' interests taking precedence.

Example

Outside Business Interests ("OBI")

Description:

- Conflict may arise between an employee, our firm and a client where the member of staff is appointed as an officer of a company/companies not associated with the Fiera Capital, but which leads to a situation where that member of staff does not act in the best interests of our firm or clients.

- Staff who have external personal or business involvements (e.g., directorships, holdings in private companies, partnerships, consultancies, trusteeships) may be influenced by virtue of such interests to act in a manner that conflicts with the interests of our firm or clients.

Key Controls and Management Arrangements:

- We assess OBI upon staff joining, and upon additional OBI being declared.
- Upon joining, employees are required to provide details of any directorships, appointments or positions held, together with any personal account holdings (including holdings in unlisted companies).
- The Compliance Department will consider all disclosures and prior to approving, will ensure that the relevant Line Manager and Human Resources have raised no concerns.

Example

Portfolio Managers substantially invested in Managed Funds

Description:

- Conflicts may arise where an employee is a shareholder in a fund to which they act as Portfolio Manager. Multiple Senior Portfolio Managers as well as members of their teams are actively invested in Fiera Capital managed funds for which they have management oversight. This currently applies for example to Global Equity and Emerging Markets Equity funds managed by UK-based portfolio management teams.
- Potential conflicts may arise in particular if such private investments relate to some funds and not others they also manage.

Key Controls and Management Arrangements:

- Close scrutiny is placed on personal account dealing with all employees needing to gain preclearance for all investments in managed funds.
- Such holdings are declared at relevant fund Board meetings. Also, the Compliance team manages the processes and maintains records in this respect.
- The Compliance team also monitors such investments closely on an ongoing basis, specifically with regard to the fair allocation of investment decisions across all funds under an investment strategy. Where there is a deviation from pro rata allocation across all mandates under a strategy, a specific rationale is required by the Portfolio Management or Trading team, which then has to be independently verified by Compliance.

Principle 4

Signatories identify and respond to market-wide and systemic risks to promote a well-functioning financial system

Risk management is a pillar of Fiera Capital's investment culture. Embedded within all its investment processes is a rigorous approach to risk management where the firm strives to achieve optimal performance within an appropriate level of risk. We believe the sum of each actor's actions represents the best contributor to a well-functioning system.

Enterprise Risk Management

Fiera Capital's Enterprise Risk Management Policy sets out the guiding principles that govern the overall approach, philosophy, culture and values with respect to Fiera Capital's risk management. The Executive Committee has the ultimate responsibility, among others, of overseeing and approving Fiera Capital's enterprise risk management. It has a section of its agenda covering risk management, with the purpose to:

> Oversee how enterprise risks are identified, assessed, prioritized, communicated and monitored within Fiera Capital and its Business Units;

> Facilitate the coordination of efforts and setting of priorities to develop, implement and monitor action plans for identified key risks across Fiera Capital and its Business Units; and

> Ensure that Fiera Capital's management and employees have designed, implemented and are applying on a consistent basis appropriate risk management practices for risks that could have material impacts on the performance or on realization of objectives of the Corporation or its Business Units.

The Board of Directors has the responsibility to approve the risk oversight and management framework proposed in Fiera Capital's ERM Policy and to be consulted by the Executive Committee on corporate decisions that could materially impact the risk profile of Fiera Capital.

The Board has delegated to the Audit and Risk Management Committee (ARMC) the oversight of the risk management programme and practices at the corporate level. This committee meets on a regular basis. Fostering open communication between the external auditor, executive and senior management and the Board, the committee encourages continuous improvement of and adherence to Fiera Capital's policies, procedures and practices at all levels. Any risk management decision that requires to be escalated at the Board level will be discussed at the ARMC.

Investment Risk Monitoring

As stewards of capital, we view our portfolio risk monitoring as being key to safeguarding the assets of our clients and partners. Risk monitoring functions at Fiera Capital occur at four levels: the investment team, compliance, the risk management team (middle office) and the Chief Investment Officer (CIO) Office.

Investment Team

We strongly believe that risk management begins at the portfolio management team level, as they apply an active approach to risk management. As such, one of the key objectives of the portfolio management team is to closely control the level of risk in portfolios and to ensure that the risks that do remain are well monitored and compensated based on the constraints and objectives of the client-specific mandate.

The investment policy guidelines and constraints are integrated within our portfolio management tools, and these constraints are checked daily through various tests and before any trading programme is executed. This proactive monitoring approach mitigates key risks. To perform these tasks, we use our in-house proprietary portfolio and risk management tools created specifically for our front-office teams. Our portfolio management tools are continuously upgraded and updated to enhance capabilities.

Client mandates are monitored daily by portfolio managers to ensure the objectives and investment guidelines are met. Our advanced risk management tools and dynamic monitoring processes are paramount to achieving client objectives.

Compliance

Fiera Capital's Compliance Team ensures that the highest ethical standards are consistently upheld at all levels of the organization. This function operates independently from the firm's investment, client service, portfolio administration and performance measurement groups. It monitors compliance with legal and regulatory requirements as well as internal policies and procedures.

Fiera Capital's Compliance Team also actively monitors guidelines daily to ensure levels are within actual guidelines and prevent actual deviations from guidelines. The investment policy guidelines and constraints are integrated within our compliance department system (Fidessa's Sentinel).

The Compliance Team is also responsible for the independent oversight and governance of daily pre- and post-trade portfolio and trading monitoring by way of automated systems. The team works with the portfolio management and trading teams to investigate potential breaches of investment guidelines. Daily notifications of breaches are communicated to Portfolio Managers and the CIO Office so that the most appropriate corrective action takes place based on market conditions.

On an annual basis, key internal controls are verified by Deloitte LLP, which ultimately issues a CSAE 3000 report on control procedures.

Risk Management Team and CIO Office

Fiera Capital's dedicated Risk Management Team works independently from investment management teams and reports directly to Fiera Capital's CIO office. The team will produce and distribute several reports to investment management teams and the CIO office that contains information essential to the understanding of the risk characteristics of the portfolio and the securities that comprise the portfolio. These reports will include risk metrics covering measures such as:

- Volatility
- Market risk
- Currency risk
- Concentration risk
- Liquidity risk
- Correlation analysis

Risk management is, above all, a set of tools and means by which we ensure respect for the parameters set forth within each client's Investment Policy with regard to risk exposure.

We have developed these tools in order to understand the many sources of risks inherent in the portfolio's investment universe and the impact each of these variables will have on returns. We look both at ex-ante risk measurements and ex-post measurements in order to understand how returns were historically impacted by risk and in order to understand how we can increase our returns on a risk-adjusted basis in the future. In addition to the numerous tools and reports which have been developed in-house, we also use powerful software dedicated to risk modelling.

The purpose of this analysis is to understand the sources of risk in the portfolio. Another objective of our risk-management team is to mitigate the risks we do not consider suitable to our investment objectives. Through our analyses, we are able to identify the securities which add an undesired level of risk to our portfolio. If it is determined that changes to the portfolio are required, it is immediately reported to the investment manager, who will implement the appropriate steps to rectify the situation. If a solution cannot be applied immediately, our risk management team will inform the CIO office, which has the authority to act in these matters.

From an operations standpoint, daily analyses are provided to portfolio management teams and to the CIO office and include various measures of systematic, specific and active risk. They analyze the performance and volatility of portfolios and their corresponding indices, risk metrics such as Value at Risk (VaR), main holdings and their contribution to active and relative risk levels, sector and holdings risk breakdown, as well as several other measures.

Additional analysis is often performed if further information is required to understand risk and performance during various situations, which could include extreme market environments, periods of difficult performance, etc.

Any findings that would be unusual for a given strategy are immediately brought to the attention of the CIO office and the portfolio managers for discussion and further analysis. On a quarterly basis, a meeting is held with the CIO office and the risk management group to review and discuss positioning, sources of risk and contributors to performance. This ensures that the firm delivers consistent portfolio management approaches which remain faithful to their respective styles, regardless of market environments.

Market and Systemic-Wide Risks

Reducing market and systemic-wide risks requires a comprehensive and multifaceted approach where all the main stakeholders, such as asset managers, financial institutions, central banks, regulators and other market participants, work together to create a more robust financial system. In the following section, we will detail our practices to limit our exposure and contribution to market-wide and systemic risks.

Fiera Capital is a major player in a wide variety of financial markets, such as equity, fixed income and alternatives. We also have a strong presence in the cleared derivatives market as well as OTC markets. Fiera Capital is committed to reducing systemic risks. This role is paramount to our organization, and we strive to be one of the safeguards for well-functioning financial markets.

Implementing a Risk Management Perspective

All financial market participants must adopt strong risk management practices. Implementing a risk management perspective relies on identifying potential risks, assessing the potential impact, developing potential risk mitigation investment solutions and monitoring. Identifying and managing unknown potential risks is at the core of our values and is one way our portfolio management decisions can be accretive to our clients.

One example of sound risk management principles is how we optimize our investment and trading through different asset classes. We work with different counterparties to reduce our market footprint as well as optimize our counterparty risk. Our investment teams, as well as our Global Trading team, ensure we assess our client's risk holistically when making investment decisions, including taking into account other assets held in other portfolios outside of our organizations.

Overall, aiming at reducing systemic risk requires a coordinated and sustained effort from all stakeholders involved. At Fiera Capital, we believe we can contribute in different ways. We believe our actions through our risk management practices and our strong culture of risk management contribute to reducing systemic risk. We also trust that education on financial markets helps individuals to make better investment decisions which will lead to more robust financial markets. Finally, collaboration can reduce systemic risk by promoting new information and coordinating actions among different market participants.

Thought Leadership

Educating investors about the risks associated with their investment activities will help them make better-informed decisions which will consequently reduce systemic risk. We also believe Fiera Capital can do that by information sharing and educating our clients to enhance the accountability of all stakeholders in our markets.

One example is our 2022 publication on Liability Driven Investment (LDI). Following the liquidity events in the UK last year, we published a paper to explain the situation to our clients and a larger target audience. We were also instrumental in helping them review their current portfolio situation through various consultations with our experts on better positioning their portfolios to optimize their risk-reward ratio.

Collaboration

We are also often involved in different formal and informal forums to discuss better market practices to increase market efficiency.

More precisely, Fiera Capital, through its investment specialists, presents on different investor panels, is a member of different risk management-focused committees and organizations, works with government entities to collaborate on information sharing and advises on new regulations or crisis management in the event of a negative financial event.

As one example of our collaborative approach, one of our Portfolio Managers has been a member of a central bank-run committee to address the impact of changes in one of Canada's interest rate benchmarks. This is one example where we have been collaborating with a wide range of experts to advise on a path forward for our financial system.

Climate Change

At Fiera Capital, we recognize the threats posed by climate change to businesses, public health and the livelihoods of the communities in which we operate. It is incumbent on all of us to contribute to the achievement of credible, recognized global carbon-reduction targets while staying ahead of oft-changing environmental regulations and, in the process, creating sustainable returns for our investors.

We encourage our investment teams to consider climate-related risks, where deemed material, when making investment decisions. Our investment teams implement their strategies, conduct materiality assessments, and integrate climate-related factors in a manner that best suits their respective asset class, investment style and geography. The nature and materiality of climate-related risks may differ for each underlying investment.

The Sustainable Investing team reviews and supports the investment teams in identifying and assessing climate-related factors, providing training and resources to help teams stay abreast of climate-related risks and opportunities, and leveraging subject expertise throughout the firm. The identification and management of climate-related risks and opportunities are overseen by the Global ESG Committee.

Risk Identification Process

Our investment teams implement their strategies, conduct materiality assessments and integrate climate-related factors in a manner that best suits their respective asset class, investment style and geography.

The nature and materiality of climate-related risks may differ for each strategy and each underlying investment. Characteristics such as asset class, industry, geography or regulatory environment could determine the types, probability and potential impact of climate risks on an investment. A tailored assessment of climate risks per investment and/ or across the entire portfolio is therefore required.

The Sustainable Investing Team reviews and supports the investment teams in identifying and assessing climate-related factors, providing training and resources to help teams stay abreast of climate-related risks and opportunities and leveraging subject matter expertise throughout the firm. Also, key climate-related risks are monitored by the Global ESG Committee with an ESG dashboard.

Examples of Climate Risk Identification Processes by Asset Class

We believe that for ESG factors to be well integrated within our investment decisions, investment teams must be accountable for their ESG integration processes. This belief guides the way our investment teams implement their strategies, conduct materiality assessments and integrate ESG factors in a manner that best suits their respective asset class, investment style and geography.

Corporations (listed and private equity and fixed income instruments): The available data points and frameworks that are used to identify and assess climate-related risks include, but are not limited to:

- Internal and external ESG data and metrics, ESG scores and ratings, business involvement screens, controversy scores and flags and raw ESG data points.
- ESG materiality frameworks, such as the Sustainability Accounting Standards Board ("SASB"), which facilitate the identification of material sustainability risks by sector and industry.
- Information obtained through engagement and shareholder dialogues.

Real Estate: Climate considerations are integrated into the business strategy and processes. Resiliency is a key pillar of Fiera Real Estate's ESG strategy, with climate being a key focus area. For Fiera Real Estate, climate risk management encompasses adaptation (i.e., improving portfolio resiliency against climate risks) and mitigation (i.e., reducing the portfolio's carbon emissions). Climate Risk is identified and managed using MSCI's Climate Value at Risk ("CVaR") tool for all assets, as well as a proprietary climate risk tool, which was developed in partnership with FRE Canada's insurer for Canadian-based assets.

Case Study

U.S. Tax Efficient Fixed Income › RisQ

The U.S. Fixed Income team on behalf of our clients makes municipal bond investments in state and local governments, hospitals, colleges and universities, airports, toll roads, utilities and other sectors.

The investment universe encompasses thousands of state, local and other issuers. To integrate climate-related considerations in their investment process, the team has been working with RisQ, a climate data supplier, for several years.

RisQ provides data using climate science, data science, geospatial engineering and catastrophe modelling to measure financial risks posed by climate change. Historical climate events are used to quantify an entity's GDP and property value at risk due to adverse climate-related events, such as coastal flooding, wildfires, or extreme droughts. RisQ overlays these risks with its precise mapping of state and local government bond issuers.

Using data from a NASA study, RisQ also provides greenhouse gas emissions per capita at the state and local government level for many issuers. As none of this disclosure is currently required by market regulators, this tool provides important data points previously overlooked.

We believe it allows the team to get a better picture of credit risks and determine if bonds are accurately priced in the market. These data points are integrated into the team's financial models.

Climate Change-Related Industry Initiatives

We participate in industry initiatives on climate change, such as Net Zero Asset Manager Initiative and Climate Action 100+. We also endorse the Task Force for Climate-Related Financial Disclosures (TCFD).

Highlights of our participation in various initiatives and collaborative efforts are discussed in Principle 10.

Principle 5

Signatories review their policies, assure their processes and assess the effectiveness of their activities

We believe assurance is one of the most prudent and effective ways to ensure continuous development and improvement of our processes, as to ensure that our offering always meets our clients' needs. More broadly, the boards of directors of Fiera Capital entities are responsible for ensuring that the firms comply with their obligations and commitments. In particular, they assess and periodically review the effectiveness of arrangements put in place and, where appropriate, take measures to address any deficiencies.

In the UK specifically, the Fiera Capital Europe Risk and Governance Committee ("RGC") is responsible for assisting the board of directors in the oversight of business risks and for ongoing assessment of the Firm's risk management framework. This includes ensuring that appropriate policies have been implemented, that effective supporting controls have been embedded and that such arrangements remain adequate.

A robust framework has been established to ensure that policies and supporting controls remain under constant scrutiny. Before the implementation of any new policy or a material change to an existing policy, the RGC will consider the rationale and content along with any additional supporting information the RGC may request. After an evaluation has taken place, onward recommendations will be made to the Board of Directors, at which time a decision on whether to approve a new policy or any material change thereof will be made. All existing policies will be reviewed at least on an annual basis thereafter and upon any trigger event, such as new regulation or a material business change.

The Compliance Team uses formal and informal monitoring processes to assist in ensuring policy and procedural compliance, escalating findings accordingly to the RGC and Board of Directors. Furthermore, periodic reports provide the RGC and Board of Directors with information that contributes to the ongoing analysis of policy effectiveness and the efficiency of controls.

ESG Policy and Material Reviews

The Firm's ESG-related policies are reviewed annually and updated as needed by our Sustainable Investing Team to ensure that the policies are effective and in line with best practices. The policy is then reviewed by the Compliance and Communications teams. Lastly, Fiera Capital's Global ESG Committee reviews and approves the policy and any changes prior to its publication.

To ensure our ESG material is fair, balanced, understandable and in line with the regulatory requirements of the region in which we report, all the documents are reviewed by our compliance team before publication. We ensure that materials that are aimed at our clients are written in plain language and are edited by our Communications team to ensure the reports are relevant and easy to read.

Sustainable Finance Disclosure Regulation (SFDR) Requirements

The introduction of ESG regulations in the financial sector, such as the European Sustainable Finance Disclosure Regulation (SFDR) and EU Taxonomy Regulation, has been a recent area of focus for our European clients and our firm.

The SFDR came into force in March 2021 and applies, among others, to our Irish-domiciled UCITS funds: The Magna Umbrella Fund Plc and the OAKS Emerging Umbrella Plc. We updated our fund prospectuses in 2021 to explain our ESG investing practices. Funds in the scope of SFDR categorically exclude investments in certain firms, for example, manufacturers of controversial weapons, activities that are not aligned with ethical standards (e.g., tobacco), firms that violate United Nations Global Compact principles and companies with more than a certain percentage of revenues from coal extraction. As our Irish funds promote environmental and/or social characteristics, they fall in the scope of Article 8 of SFDR, albeit they do not commit to making sustainable investments within the meaning of the SFDR or EU Taxonomy Regulation.

As the more detailed SFDR rules came into force in January 2023, our investment teams took the opportunity to define their ESG strategies further. Enhanced disclosures have been made in the fund's prospectuses (which are referred to as the '*SFDR pre-contractual disclosures*') in order to meet the requirements under the SFDR.

Our Irish funds have also committed to considering principal adverse impacts on sustainability factors ("Principal Adverse Impacts" or "PAIs"). Data points are collected on a quarterly basis and published within six months following the end of the calendar year, as required under the SFDR. Depending on the ESG theme, we evaluate, for example, the greenhouse gas emissions (adverse sustainability indicator 1), carbon footprint (adverse sustainability indicator 2), violations of UN Global Compact principles and Organisation for Economic Cooperation and Development (OECD) Guidelines for Multinational Enterprises (adverse sustainability indicator 10) and exposure to controversial weapons (adverse sustainability indicator 14). Where adverse impacts on sustainability factors, which would affect the environmental and/or social characteristics promoted by a fund, are identified, the investment teams can either decide not to invest or to engage with the management of the issuer. Disclosures on this are made in the fund's annual reports (which are referred to as the '*SFDR periodic disclosures*').

Finally, we enhanced our website disclosures to address the specific topics under the SFDR. The website disclosures largely summarise the pre-contractual disclosures but also explain our data and engagement policy.

ESG Due Diligence

In 2022, Sustainable Investing Team and CIO office conducted ESG Due Diligence reviews with each investment team. The Due Diligence reviews allowed us to better map the current ESG integration processes of our investment teams as well as allowed us to address the gaps and suggest improvement opportunities. Also, these ESG due diligence reviews acted as an internal control, proved that we have put the appropriate controls in place and helped reduce the perceived risk of greenwashing. The interviews were led by the Sustainable Investing team with representation from the CIO office and Compliance and Legal. The discussion was guided by a questionnaire that was created by leveraging existing ESG-related questions from previous investment DDQs, RFPs, UN PRI questionnaire and CFA Institute, among others.

A similar exercise was conducted in 2021 with an ESG consultancy firm in order to review the ESG capabilities of our Private Markets investment teams.

Investment Approach

Principle 6

Signatories take account of client and beneficiary needs and communicate the activities and outcomes of their stewardship and investment to them.

At Fiera Capital, we recognise that the investment landscape is constantly evolving. Our teams collaborate and seek to draw on the global industry's most innovative and diverse offerings to craft strategies that meet the needs of every client anywhere in the world. We have the ambition to extend our reach globally and the determination to provide the best solutions with excellence.

As a public company, we seek to adhere to the highest governance and risk management standards and operate with transparency and integrity to create value for our customers and our shareholders over the long term. Fiera Capital trades under the ticker FSZ on the Toronto Stock Exchange. Our European headquarters is in Mayfair, London and is also home to colleagues in the Fiera Real Estate UK and Fiera Infrastructure business divisions. By offering access to private market strategies, our belief is the blend of private and public market solutions will help provide our clients with innovative investment ideas in this changing world.

Our Client Base and Assets Under Management

Fiera Capital Corporation is an independent asset management firm with a growing global presence and approximately $117 billion in AUM as of 31 December 2022.

The Company delivers customized and multi-asset solutions across public and private market asset classes to institutional, financial intermediary and private wealth clients across North America, Europe and key markets in Asia.

Fiera Capital's depth of expertise, diversified investment platform and commitment to delivering outstanding service are core to our mission of being at the forefront of the investment management science to create innovative investment solutions and foster sustainable prosperity for all our stakeholders.

As efficient allocators of capital, we:

- build optimized portfolios to deliver on client objectives
- offer innovative investment strategies
- contribute to socially responsible outcomes
- deliver value for our shareholders
- harness the intellectual capital of our diverse and inclusive team

With capital allocation efficiency as a focus, we are dedicated to serving the evolving needs of our institutional, financial intermediaries and private wealth clients.

Employees worldwide

850+

Our assets under management

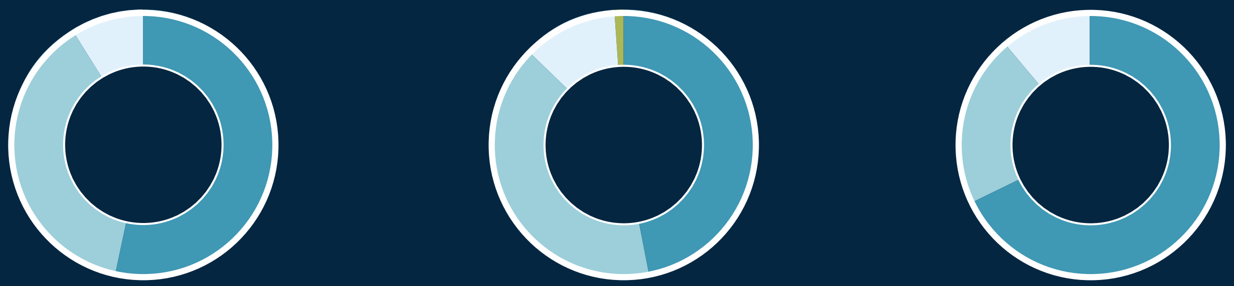
$117B

All figures in USD as at December 30, 2022.
Totals may not reconcile due to rounding.

Investment professionals

200+

Overview of our assets under management by distribution channel, asset class and region



Distribution Channel

INSTITUTIONAL MARKETS	53%	$62.2B
FINANCIAL INTERMEDIARIES	38%	$44.5B
PRIVATE WEALTH	9%	$10.3B
TOTAL	100%	$117.0B

Asset Class

EQUITY	48%	$55.5B
FIXED INCOME	41%	$47.6B
PRIVATE MARKETS	12%	$13.5B
LIQUID ALTS & OTHER	<1%	$0.4B
TOTAL	100%	$117.0B

Region

CANADA	68%	$79.1B
UNITED STATES	21%	$24.9B
EUROPE & ASIA	11%	$12.9B
TOTAL	100%	$117.0B

Includes assets managed by partially-owned affiliates, Fiera Comox and Fiera Infrastructure.

Our Investment Platform

Fiera Capital is recognized for its active approach to investment management. Striving for investment excellence and delivering superior advice to our clients is at the core of everything we do. Through the years, we have developed a world-class reputation thanks to our customized investment solutions, our capacity to deliver true alpha and by being at the forefront of private alternative investment strategies.

Public Markets

Our globally diversified platform of Public Market investment capabilities spans the full spectrum of strategies, including a wide variety of investment styles across asset classes and across the risk spectrum, from small to large capitalizations, domestic and global strategies, top-down macro and credit-oriented fixed income strategies, as well as liquid alternative and volatility management strategies. Our multi-asset class expertise can assist clients in developing custom portfolios best positioned to help them achieve their investment objectives. Our unique Public Markets team structure, based on independence and accountability, allows Fiera Capital to attract and retain world-class investment talent focused on delivering alpha through actively managed investment approaches.

Private Markets

Fiera Capital's extensive offering of private alternative strategies leverages the firm's experienced talent and execution capabilities to provide investors seeking to further diversify their portfolios with sophisticated long-term solutions that offer the potential for higher growth, higher yields, stronger absolute returns and less volatility, along with a liquidity-risk premium, relative to traditional asset classes. Private alternative solutions enable clients to address their capital appreciation and income objectives while having the potential to act as a hedge against inflation.

Fixed Income	Equity	Fixed Income Solutions	Infrastructure	Real Estate	Agriculture
Multi-Asset Class Solutions	Global Asset Allocation	Liquid Alternatives	Diversified Private Markets Strategies	Private Credit	Private Equity

Our Investment Time Horizon

At Fiera Capital, we are research-driven and believe that methodical analysis and the consistent application of a rigorous investment approach produce a superior performance that meets the needs and objectives of our clients. Our active management model stresses teamwork and the free exchange of ideas among a group of highly experienced investment professionals whilst keeping aligned with our client's investment goals. We offer a wide range of strategies and invest in various distribution channels across multiple geographies, therefore our investment time horizon varies from asset class and strategy. For example, our investment horizon for our Global Emerging Markets Equity and Emerging Europe strategies has been open for over 20 years.

Our portfolio managers aim to identify well-managed companies with robust business models, where shareholder interests are respected, which can generate attractive returns on invested capital as well as sustainable growth in earnings and cash flow. Our equity-focused portfolio managers are Citywire A-rated as of December 2022.

Risk management is a pillar of Fiera Capital's investment culture and time horizon. Embedded within all our investment processes is a rigorous approach to risk management, where we strive to achieve optimal performance within an appropriate level of risk. Furthermore, the monitoring of a broad range of portfolio metrics is performed by Fiera Capital's Performance Measurement and Risk Management group, ensuring complete independence from the investment function.

How We Seek and Receive Client Views

We are passionate about creating sustainable wealth for all our clients, and we value their feedback and expectations. Our investment and client relationship teams each have individual and regional expertise, enabling our clients to feel valued. The teams are in regular communication with clients through due diligence sessions, client meetings, networking at events, and are also on hand with everyday inquiries. This allows enough time with clients, both virtually and in-person, to ensure that we are meeting expectations, sharing portfolio updates, as well as general conversations about important topics and opening the opportunity to feedback. Surveys are important to the team, and we send them both internally and externally where necessary. As part of the GRESB submission, our UK Real Estate team carries out a tenant engagement survey each year, and we have also carried out investor surveys over the last few years to collate feedback. Annual ESG surveys are also distributed externally.

One area that needed improvement was for our portfolio managers to share their thoughts on the current environment as well as portfolio updates. In response to this, we scheduled more webinars throughout the year in the preferred language and dedicated enough time for Q&A. Recently we have introduced podcasts, where the investment and sales team discuss their views on the environment and how it can impact investment decisions. We are also increasing the number of insights and thought pieces from various investment specialists.

Fiera Capital prides itself on having been an early signatory to the United Nations Principles for Responsible Investment (UN PRI). The organization believes that an economically efficient, sustainable global financial system is a necessity for long-term value creation and is guided by UN PRI's Six Principles for Responsible Investing.

Client Reporting: The Types of Information, Methods and Frequency of Communication

Fiera Capital is committed to providing our investors with timely and adequate information. We do this through different methods.

Informative Reporting

We create quarterly and monthly factsheets and investment reports that are shared with our investors in a timely manner. Our factsheets are available on the website as well as other appropriate public sites, such as Fundinfo, for our clients to access. When finalising the factsheets, we do peer industry analysis to review whether we are showing the most useful and effective data to our clients as well as peer analysis to see what competitor reports produce. This is to make sure that we are providing a holistic reporting package and improving the quality and variation of our reporting. For example, we produce monthly strategy data spreadsheets, monthly holdings reports, flyers and presentations.

A broad range of ESG reports is available to further increase transparency to our clients and partners:

- ESG Ratings Report
- Carbon Risk & Attribution
- Proxy Voting Statistics
- Customized ESG Reports
- Engagement Examples
- Annual ESG Report
- TCFD Report

RFPs, DDQs & Presentations

One area of feedback was the increase of interest in our RFPs and DDQs. We update our DDQs annually at a minimum as well as upon request. Our presentations are updated every quarter as well as upon request. This allows us to provide clients with recent and accurate data that can be shared both electronically and in person.

Improvements to Our ESG Reporting and Communication

In addition to the above reporting, we provide our clients with ESG and stewardship reporting that we believe is vital. Over the years, the growth and diversification of Fiera Capital's operations created the need for a global policy that would govern the firm's initiatives with respect to responsible investing and enable the organization to coordinate the practices of all of our divisions and subsidiaries in this area.

Our Responsible Investment Policy outlines the firm's approach to integrating ESG assessments into investment processes and highlights the many benefits of increasing our knowledge of companies in which we invest, better controlling the risk of our portfolios and helping companies improve over the long term. The policy also provides a blueprint for "active ownership," which includes the tactical use of proxy voting rights and engagement with the management of companies in which the firm invests to address ESG issues and effect positive change. This is made publicly available on our website.

We also produce an annual Sustainable Investing Report, *Investing in a Sustainable Future*, and a TCFD report that are publicly available on our website and distributed externally. We are committed to producing these annually. Last year, our Real Estate Team created an ESG dashboard for our long-income fund, and this data is used in the quarterly investment reports. To increase our transparency around our responsible investment journey, we include our commitment to ESG and our journey in key materials that we distribute to our clients, such as our DDQs, presentations, strategy profiles and other marketing materials.

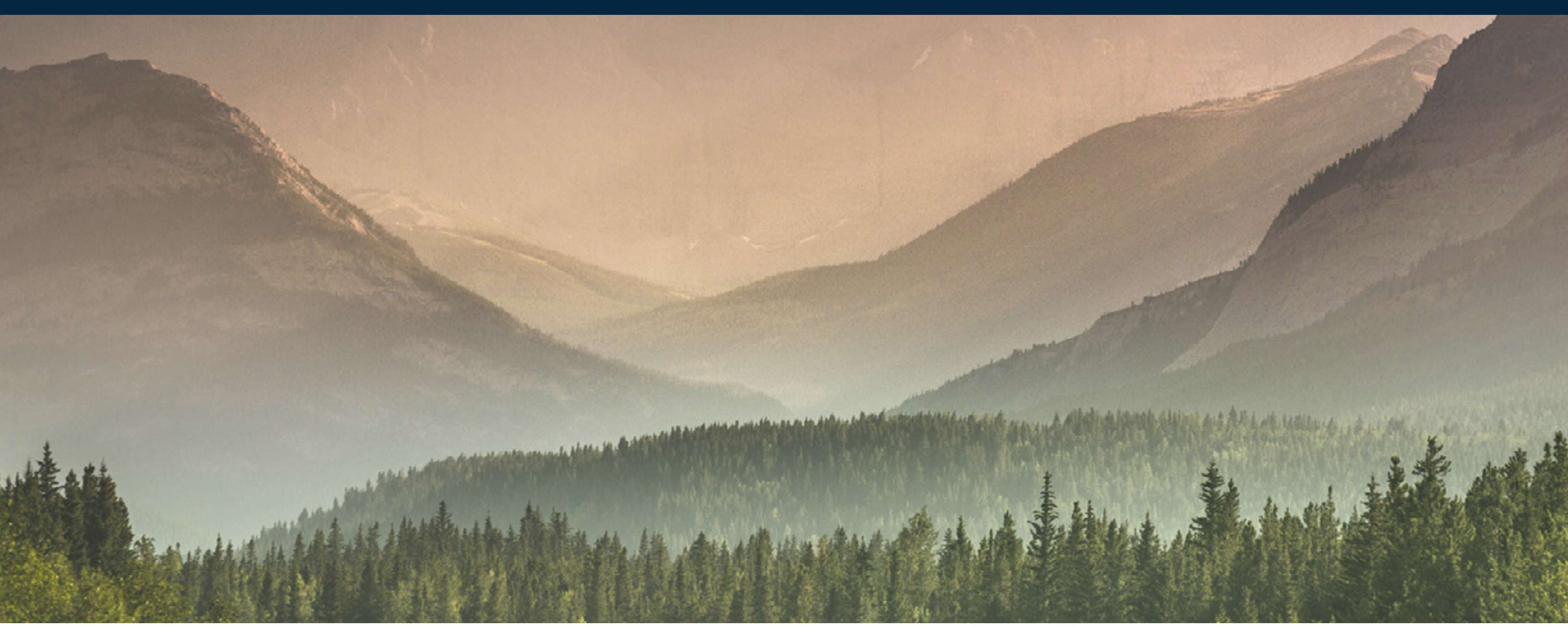
We have built a dedicated Sustainable Investing area on our website, which houses all ESG reporting and policies. We also produce several reports on our ESG initiatives and implementation progress, such as the UN Transparency Report, Assessment Report, and the documentation and analysis of the results of our proxy voting activities.

Example

Canadian Large Cap Equity › Canadian Equity Sustainable Investing Report

Our Large Cap Canadian Equity Team manually produces a **Canadian Equity Sustainable Investing Report** highlighting their investment philosophy, sustainability integration methodology and engagement process. This report also includes an 'At a Glance' page that highlights key sustainability metrics relevant to clients.

Consult the latest Sustainable Investing report



Principle 7

Signatories systematically integrate stewardship and investment, including material environmental, social and governance issues and climate change to fulfil their responsibilities

ESG Integration

Fiera Capital offers a diverse range of investment strategies across asset classes and risk spectrums using a wide variety of investment styles. There are multiple approaches to managing portfolios of securities and assets, and we recognize there is a wide variety of approaches for considering environmental, social and governance risks and opportunities within our investment decisions.

We believe that for ESG factors to be well integrated within the investment decisions we make, investment teams must be accountable for their ESG integration processes. This belief guides the way our investment teams implement their strategies, conduct materiality assessments and integrate ESG factors in a manner that best suits their respective asset class, investment style and geography.

ESG Integration Implementation Principles:

> **Accountability** over the ESG integration processes and analysis by our investment teams.

> Focus on **materiality** and sustainability risks that may impact performance.

> ESG integration requires **continuous development of knowledge**, resources and expertise

> **Adaptability** of approaches to meet our clients' specific needs.

Sustainable Investing Spectrum

We believe that the real-world application of our sustainable investing philosophy can take various forms. To set the foundation for meaningful dialogue on the subject and to address diverse investor needs and objectives, we have developed our own Sustainable Investing Spectrum, which groups these practical applications into families of sustainable investing approaches. These approaches are mapped according to the prioritization of financial and sustainability objectives in the strategy. We also recognize that more than one approach can be utilized in a given investment strategy.

This guidance is employed by our investment teams in the management of their particular strategies, with the expectation that each strategy takes at least an ESG integration approach, meaning that ESG-related risks and opportunities are considered when making investment decisions in a manner that best suits the investment style of the strategy. Other approaches can then be employed in addition to ESG integration, depending on the desired sustainability profile and objective of the strategy.

Our Sustainable Investing Spectrum illustrates our various sustainability approaches:

<table>
<tr><th>APPROACH</th><th>ESG integration</th><th>Negative/Ethical Screening</th><th>Positive Screening /Best-in-Class</th><th>Thematic and Impact</th></tr>
<tr><td>RISK AND RETURN PROFILE</td><td>Sole Focus</td><td>Primary Focus</td><td colspan="2" rowspan="2">Dual Focus</td></tr>
<tr><td>IMPACT PROFILE</td><td>None</td><td>Secondary Focus</td></tr>
<tr><td>CLIENT OBJECTIVES</td><td colspan="4">RETURNS ⟷ IMPACT</td></tr>
</table>

ESG Integration

We integrate ESG factors into our investment analysis and decisions to better manage risks and improve returns. It is often used in combination with screening and thematic investing.

Negative and Ethical Screening

Some of our strategies employ negative screens to address investors' specific needs and values. For instance, we have strategies that negatively screen exposure to fossil fuel industries to limit negative impacts on climate change. On the other hand, ethical screens can also be applied to restrict exposure to controversial industries such as adult entertainment, alcohol, firearms, gambling, military contracting, nuclear power, tobacco and cannabis.

Positive Screening and Best-in-Class Approach

A positive screening and best-in-class approach can also be applied to limit exposure to ESG laggards while favouring ESG leaders and companies with demonstrably sustainable business practices that can help maintain or enhance the intrinsic value of an enterprise today without compromising their ability to create added value in the future.

Thematic and Impact Investing

Some of our investment strategies use an impact investing approach where to focus is to invest in companies that are committed to generating a measurable, positive social and/or environmental impact while still delivering satisfactory financial returns. For example, our Global Impact Strategy's primary objective is to maximize sustainable impact across a diversified set of the UN Sustainable Development Goals (SDGs). It focuses on investing in companies that intend to generate a measurable, positive social or environmental impact while still delivering financial returns.

ESG Integration Examples

Please find below some ESG integration examples from our investment teams. Please refer to our Annual Sustainable Investing Report 2021 for more details on each investment team.

Case Study

Global Equity › Stewardship & Integrated ESG Approach Within Investment Process

Investment Philosophy

The Strategy invests in 25 to 35 exceptional companies with strong wealth creation credentials, backed by sustainable and diversified cash flows that we believe will compound at faster than average and more stable rates over the long term.

We are long-term investors and believe ESG considerations align well with our philosophy of sustainable cash flow growth driving share prices over the long term. We are not 'impact' investors but incorporate ESG into our investment appraisal at a stock level to ensure the portfolio is best placed to meet our stated, long-duration, dual financial investment objectives of long-term capital appreciation with lower than the market risk of capital loss.

We believe that environmental, social and shareholder capital considerations can have a large influence on long-term financial outcomes, thus ESG considerations are inextricably linked with our stated investment objectives of stable, long-term wealth creation. As bottom-up, fundamental investors, we believe that ESG risk and opportunity, impact and probability are often poorly captured in traditional ESG data sources that are backwards looking, suffer from bias (size, location, sector) and where the consistency of data between leading data providers is low and largely uncorrelated. Our approach to ESG does not ignore quantitative data but recognises its natural limitations and leans heavily on a complimentary qualitative, long-term and forward-looking assessment of risk and opportunity.

Integrated ESG Approach Within Investment Process

We believe ESG factors (opportunities and risks) should form part of an integrated and holistic investment appraisal touching all aspects of the investment case and should not be treated separately or as a last bolt-on to the research process. We actively consider ESG throughout the research and diligence process, we embed ESG into the scoring framework for each Shareholder Wealth Creation (WC) Pillar, and consequently, ESG is explicitly factored into portfolio construction decisions. All ESG impacts are assessed relative to our stated dual risk and return objectives.

If an ESG impact is deemed to be a material risk to the long-term value of the company, then we may choose not to invest; if the risk is deemed high but manageable, the investment hurdle rate will be adjusted.

In addition, the Strategy is categorised as meeting the provisions set out in Article 8 of Regulation (EU) 2019/2088 (the “Sustainable Finance Disclosure Regulation,” “SFDR”). This means that in conjunction with pursuing the

Strategy's investment policy and strategy, we seek to identify and promote the environmental characteristic of climate change mitigation by supporting the goal of achieving net zero greenhouse gas emissions by 2050 or sooner. Although the carbon threshold requirement is set at a portfolio level, the team will consider the carbon intensity of a specific issuer and any initiatives/policies in place to reduce greenhouse gas emissions.

Example

Activity

In 2022, the team conducted assessments of ESG Factors within the Wealth Creation Framework across portfolio holdings and watch lists. Geopolitical risks, supply chain and labour management practices were among the several dimensions assessed for a large apparel and footwear company.

Outcome

The team has raised investment hurdle rates where **E**, **S** or **G** risks were potentially material to long-term value creation but manageable. As it relates to this large apparel and footwear company, the hurdle rate was increased by 100 bps due to perceived geopolitical risks that may affect brand value. The team will continue to monitor and engage with issuers on identified potential risks or opportunities.

Case Study

Canadian Large Cap Equity › ESG Integration

The Canadian Equity team integrates ESG factors at two levels in the strategies they manage. First, ESG factors are integrated into the investment process as part of the quality and risk assessment of individual securities for all the strategies managed by the team.

Capital preservation being a key focus, the team's proprietary research template explicitly targets Environmental, Social and Governance factors that could result in material risks or opportunities for the company and the stock price.

In other words, as with business or investment considerations, ESG factors are used to help us assess the long-term durability, potential and success as well as long-term value of a business. They align very well with a philosophy focused on long-term results and success by aligning well with an assessment of quality, capital allocation abilities and sustainability. It's part of long-term, quality investing.

The following table presents the considerations evaluated by the team:

Environmental	Social	Governance
Cost-conscious culture focused on finding efficiencies	Commitment to treating all stakeholders fairly	Aligned compensation policies
Demonstrated efforts to reduce environmental footprint and target setting	Long-term approach to brand and customer loyalty	Track record of spending shareholder money wisely (good capital allocation)
Ongoing disclosure of relevant metrics	Focus on employee relations, e.g., safety, career development	A history of respect for shareholders; candidness and integrity
Track record of managing environmental risks	Track record of addressing competitive threats, brand building and community responsibility	Owner-operator philosophy

Secondly, for more specific ethical strategies, an additional ethical filter is integrated. Ethical mandates employ screens to exclude companies based on the products they manufacture, the geographic area in which they operate or alternatively, their performance record in specific areas. This will typically result in the exclusion of companies that derive more than 10% of their revenue, either directly or indirectly, from the following products: adult entertainment, alcohol, firearms, gambling, military contracting, nuclear power, tobacco and cannabis.

The fossil fuel-free strategy does not own any stocks in the Energy or Utilities sectors. The goal is to construct a portfolio with a materially lower carbon footprint without sacrificing long-term returns.

The team also uses our proprietary sustainability database, SHELB, we are able to monitor and measure progress for each company in our portfolio and on an aggregate level for different strategies.

Case Study

Fiera Comox › Sustainable Investing Approach

Overview of our sustainable investing approach applicable across all our investment strategies: agriculture, private equity and private credit

At Fiera Comox, our sustainable investing approach is aligned with our fiduciary responsibilities to our clients and reflects our commitment to act as a good steward of capital. At the core of our sustainable investing approach is the belief that identifying, monitoring and managing ESG factors contributes to better long-term investment performance.

ESG integration in our investment activities helps us mitigate risks and capitalize on opportunities by directing capital towards strong-performing investments and ensuring effective oversight and stewardship of our assets. This allows us to make better informed decisions.

Fiera Comox considers ESG factors in all our investment management processes. Ultimately, our goal is to be good stewards of capital and build valuable, long-lasting and successful businesses.

To deliver on this goal, we commit to:

- **Upholding high ethical standards**: We operate our business and approach all our relationships with integrity, respect and honesty.
- **Being a trusted partner:** We work to cultivate and maintain open and constructive relationships with our partners and investments. These relationships allow us to work with our investments to improve financial and ESG performance.

> **Embedding ESG in decision-making:** We seek to minimize negative and maximize positive environmental and social outcomes in conjunction with our goal to deliver strong returns to our clients.

> **Striving for industry leadership:** We strive to position ourselves among the leaders in our industry as we continuously improve and adapt our approach to reflect best practices. We understand that the investment and ESG landscape is rapidly changing; we believe that leadership is a journey that requires us to learn and evolve over time.

Our sustainable investing approach applies across all our investment strategies – agriculture, private equity and private credit – to provide consistent and comprehensive identification, monitoring and management of material ESG factors.

ESG is considered at every stage of our investment process, including:

> **Sourcing and screening:** Prior to undertaking any potential investment, we conduct a preliminary screening to identify potential ESG risks. We will not make investments in high-controversy sectors, including controversial weapons , adult entertainment, tobacco and cannabis.

> **Due diligence:** ESG risk analysis is fundamental to our due diligence and investment decision-making process. Our investment teams carry out ESG analysis during due diligence to identify ESG risks and opportunities with guidance from our Head of Sustainable Investment. Where needed, we bring in specialized external ESG advisors to help dive deeper on specific issues. We generally focus on the most material ESG issues for a company and its sector, using the Sustainability Accounting Standards Board (SASB) sector guides as a starting point to focus our research.

> **Investment decision-making:** An analysis of relevant ESG findings is included in the Investment Committee memorandum for all investments. When potential ESG risks or areas for improvement are identified in due diligence, those will be included in our asset management plan. There are instances where we will decide not to pursue investment opportunities due to heightened ESG risks which cannot be properly managed or mitigated.

> **Asset management and stewardship:** We monitor our investments for material ESG issues and assess opportunities to generate value. We regularly engage with our investee companies and partners across all asset classes with a view to improving relevant ESG practices. We believe that through this ongoing dialogue, we can encourage sustainable corporate conduct and enhance long-term overall performance.

In addition to these investment integration activities, we seek to measure the ESG performance of our investments over time.

We recognize that the materiality of ESG factors varies across companies, industries and geography. Agriculture, private equity and private credit investment strategies carry unique constraints, risks and opportunities and therefore require a unique, flexible approach.

We believe that our flexible approach helps build ownership for ESG integration within each strategy, leading to a more effective process and better outcomes.

Example

Sourcing and Screening

DECLINED A TRANSATION DUE TO GOVERNANCE CONCERNS

- The due diligence and background checks on a potential investment revealed that the company previously engaged in questionable business practices related to mislabeling of products.
- The background check on a company's founders revealed that the founders had engaged in questionable business practices at a separate company they had previously founded, which subsequently had to shut down due to government directives.

Due Diligence and Asset Management and Stewardship

Investment in a US-based specialty finance player: During the due diligence phase, the investment team identified and considered material ESG factors from a risk and opportunity lens. Notably, the investment team identified that the company could improve its ESG practices. Fiera Comox decided to pursue the investment and leverage its equity ownership position to influence the investee company to create a strategic roadmap, including defining clear ESG objectives, tracking them and communicating them internally and externally to stakeholders. ESG initiatives and considerations are now discussed on a regular basis at board meetings.

Environmental

Moved to a LEED-certified building

Transitioned to sending electronic checks versus courier services (considering its industry, this activity was a high volume of transactions)

Social

Maintained and tracked DEI metrics across the company

Governance

Set up of a governance framework, including improved management controls

Asset Management and Stewardship

Solar energy investment with the objective to reduce GHG emissions and energy costs: Our Queensland, Australia, cotton and grain-producing farm partnership produces cotton, wheat and other grains. This production requires significant energy use. Fiera Comox worked with our farm partner to evaluate opportunities to reduce GHG emissions and energy costs. The best solution was the installation of solar panels. The panels have been installed at various high-usage locations across the property. We continue to monitor the energy savings from these installations and will explore the potential to further expand the company's solar installations to other locations across the property.

Audit of the supply chain: In 2021, Project Halo completed an audit of its Asian supplier as required by the credit agreement. The audit requirement was a covenant that had been incorporated as per a request from the Fiera Comox Private Credit investment team. It confirmed acceptable labour practices, including satisfactory working conditions and employee salaries exceeding the minimum wage.

Proprietary Tools

We have developed proprietary tools to help our investment teams better research and understand ESG issues.

Example

Fiera Capital Canadian Large Cap Equity › Spotlight on SHELB

SHELB is a sustainability database that was created by the Canadian Equity team in 2020 to track and manage qualitative and quantitative sustainability data points across our portfolios.

Currently, we track more than 60 metrics, divided between the five ESG dimensions described by the Sustainability Accounting Standards Board (SASB) – **S**ocial Capital, **H**uman Capital, **E**nvironment, **L**eadership & Governance, and **B**usiness Model & Innovation.

Below are some of the focus area and example of key metrics SHELB tracks:

Social Capital

Perceived role of business in society

- Consumer data protection policy
- Effective tax rate (%)
- Progressive Aboriginal Relations (PAR) certification

Human Capital

Development and growth of people and culture

- Job growth YoY (%)
- Board gender diversity (%)
- Glassdoor rating

Environment

Environmental efficiency and footprint

- Greenhouse gas emissions intensity (CO_2e/Sales)
- Emissions reduction target
- Water and renewable electricity targets

Leadership & Governance

Management of issues that are inherent to the business model

- Prudent balance sheet management
- Fair and aligned compensation practices
- Sustainability disclosure: sustainability reports, Taskforce on Climate-Related Financial Disclosures (TCFD) integration, SASB disclosures, etc.

Business Model & Innovation

Impact of sustainability issues on innovation and business models

- R &D investment YoY (%)
- Long-term strategy
- New product innovation

Example

Fixed Income ❯ Fiera ESG Score

Our Canadian Fixed Income teams, in collaboration with the Sustainable Investment and Investment Risk teams, have developed a proprietary Fiera ESG Score to enhance the data infrastructure to potentially improve on identifying points of engagement related to ESG and improve client reporting. The most significant deficiency from third-party ESG rating providers is the insufficient ESG rating coverage of Canadian corporate bond issuers, and in many cases that we have been able to identify through our engagement efforts, inaccurate reporting on key metrics.

The Fiera ESG Score provides an overall assessment of E, S, G and Overall ESG Scores for 100% of the 246 Canadian corporate issuers.

The Fiera ESG Score is based on ESG scores provided by a leading ESG Research provider. This forms the fundamental basis of issuer ESG rating methodology across the Canadian corporate universe:

- Focus on underlying E, S and G scores ranging from 0 to 10
- Overall ESG score is a weighted average of industry-dependent weights applied to each E, S and G criteria

Fiera Capital has the flexibility to adjust E, S and/or G components, if deemed appropriate, based on assessment from credit analysts covering a given issuer:

- Adjustments can be max +/-2 notches for each E, S and G component
- In cases of adjustments, the Overall ESG score gets recalculated

For issuers that do not have an external ESG rating, data gaps are being filled with:

- Global average scores for E, S and G based on the issuer's sector
- Potentially adjusted to a max +/-2 notches for each E, S and G component
- Overall Issuer ESG Score is calculated based on global average sector weightings for E, S and G components

Independent governance and oversight of all issuer ESG Scores are performed by the Risk and Sustainable Investing teams. Fiera applies a similar process to improve coverage of the issuer's carbon emissions data with a focus on Scope 1 & 2 emissions, as well as carbon intensity metrics.

Example

Emerging and Frontiers Markets > Fund level Proprietary ESG Scoring

- We have developed an ESG analysis integral to our fundamental research process which helps identify risks and opportunities
- 60 quantitative and qualitative data points from direct company engagement and external data providers are included
- ESG scores incorporated into forecasts, valuation and position sizing

Opportunities and risks are assessed in the context of materiality and peers:

SDG Alignment

SDGs supported by the business

Social Focus

Labour relations and controversies

Data security

Governance Focus

Diversity

Ownership structure and tax

Environmental Focus

Emissions and waste management

Opportunities in renewables

Sustainability Risk

Key sustainability risks to the business?

Mitigation in place?

Principal Adverse Impacts

Most adverse effects from business

UN Global Compact

Sample topic or metric

Principle 8

Signatories monitor and hold to account managers and/or service providers

Global Vendor Governance

Our Global Vendor Governance programme was started in 2021 to ensure the delivery of quality services, protect the interests of our clients & investors and comply with regulatory requirements. Our focus is to establish and promote the adoption of a global framework and standard procedures that enable Fiera to manage our operational, financial and reputational risk as they relate to third-party vendors.

Vendor Governance implements global standards and controls to better manage:

> **Vendor Risk:** monitor the execution of specific due diligence on vendors based on the risk of the products or services they deliver to proactively control Fiera's exposure to operational, financial and reputational risks.

> **Vendor Compliance Requirements:** ensure applicable controls are established to monitor all applicable regulatory and internal requirements based on the products or services provided, tracked from a central repository.

> **Vendor Spend:** promote proactive management of spend and identify opportunities to consolidate services and/or reduce spending.

> **Vendor Performance:** promote the inclusion of measurable quality of service metrics aligned to Fiera's expectations.

By standardizing the different vendor-related processes and activities, we will implement controls to monitor and minimize any risks while providing consistency to the steps involved in each activity.

Fiera Capital promotes a diverse and inclusive workplace culture, which we extend to any vendors that we partner with. We are committed to a fair selection process mindful of diversity, equity & inclusion (DE&I) considerations, that we will promote and internally track, aligned to the guidance principles promoted by Fiera Capital's DE&I Council. Since 2021, Fiera Capital has included specific questions about diversity in vendor RFPs. In 2022 the DE&I-CSR Council reviewed and implemented a diversity supplier framework.

Global Vendor Governance Framework

Fiera follows a federated model when it comes to Vendor Management activities, where Business Owners are responsible for adopting the recommendations provided by Vendor Governance and apply to all the vendor relationships they manage, while Vendor Governance monitors adherence to those standards and best practices. Vendor Governance will monitor and oversee the Vendor Management Framework, providing standard best practices and procedures to help manage any vendor relationship. The focus will be on establishing proactive end-to-end integrated processes, with a clear definition of all steps and functional stakeholders to engage, and a centralized database to store all vendor details and legal documents that relate to the services or products provided.

The Vendor Management Framework consists of 6 different stages:

1. **Vendor Selection / Sourcing:** Perform objective evaluation of vendors, including DE&I considerations, alignment to Fiera's operational standards and due diligence process.
2. **Due Diligence and Risk Management:** Proactively assessing and identifying any potential impact that the vendor could have on our company, clients and shareholders.
3. **Contract Management:** Ensuring we have adequate contract requirements based on our current needs while timely engaging proper departments based on the type of products or services contracted.
4. **Onboarding:** Creating or updating the vendor profile with the most up-to-date details and prime contacts, along with ensuring all active contracts are properly stored and updated in our central inventories.
5. **Ongoing Vendor Management:** This includes managing relationships, performance and spending.
6. **Vendor Offboarding:** Offboarding vendor relationships in a positive and organized manner.

Engagement

Principle 9

Signatories engage with issuers to maintain or enhance the value of assets.

At Fiera Capital, we believe that sound corporate governance and solid business practices are key to generating sustainable wealth. Accordingly, we frequently engage in a constructive and collaborative way with companies in our portfolios, urging them to adopt and implement sound ESG practices that are likely to produce sustainable added value for clients. As well as engaging directly with companies, we are able to exercise our proxy voting rights to good effect to help drive positive change with respect to sustainability-related issues.

Our active ownership approach is twofold:

> Engagement
> Proxy Voting (more details in Principle 12)

Our Engagement Approach

Fiera Capital has a long track record of active – and effective – dialogue with entities in which we invest on behalf of clients. Over the years, we have learned that the best outcomes generally are derived from direct dialogue, either with representatives of the company in question or with service providers we collaborate with. Either way, we work proactively to help bring about continuous improvement in matters related to sustainability and overall performance.

The scope of our engagement generally spans financial as well as ESG factors. We empower our investment teams to implement engagement practices they deem most appropriate for their particular investment style, addressing topics and issues that are relevant to the investment in question.

When engaging with companies, portfolio managers may wish to address ESG issues on a proactive basis to raise awareness on particular issues and/or proceed on a reactive basis, to discuss matters that have already occurred in order to ascertain how management has, or intends to, address them. Ongoing dialogue typically extends beyond short-term financial metrics and earnings to address management's long-term strategy and may include considerations such as a firm's corporate culture, sustainability, governance practices and disclosure. We encourage companies to recognize the importance of ESG factors and support their efforts to improve transparency and disclosure. In addition to engaging with companies, we engage with financial market service providers to encourage the implementation of sustainable investing practices. Recognizing that working in concert with others is sometimes more impactful, Fiera Capital aspires to participate more frequently in collaborative-type engagement initiatives that are in line with our active ownership principles and are present in the various jurisdictions in which we operate.

Engagement Examples

Case Study

Canadian Equities › Engagement

Our engagement philosophy centres on being active owners and the important relationships we have built over many years. As long-term investors on behalf of our clients, we want to encourage business leaders to behave well with respect to all stakeholders, whether it be employees, customers, communities, shareholders, suppliers or the environment. We believe a responsible approach to important stakeholder issues will bear fruit for the long-term value of the business and its shareholders. If you treat employees well, focus on client needs, invest in the future of the business and operate responsibly in the community, the business has a much higher chance of succeeding and growing well into the future. Over time, we have found that engagement is our best tool for encouraging change. Successful engagement rests on strong relationships and manifests itself over many meetings, discussing the merits of new initiatives, policy changes or risks and strategic developments. Ultimately, we aim to encourage permanent change that is authentic and permeating, which can be much more impactful over time.

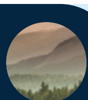
In the 12 months that ended December 31, 2022, we engaged on 56 sustainability topics. The two primary sustainability themes were environmental objectives (41%) and business model & innovation (23%). Under the environmental objectives theme, our primary focus in 2022 was to encourage management teams to study and explore the adoption of a science-based emissions reduction target. To achieve this, a company could use the Science-Based Target initiative (SBTi), which, for example, provides guidance and tools for a company to set an emissions reduction objective in line with limiting the global temperature increase to well below 2°C above pre-industrial levels and pursuing efforts to limit warming to 1.5°C. As of December 31, 2022, 55% of our holdings (by number and not weight) have committed to

Team's engagement statistics for 2022 – 161 engagement topics

or plan to commit to near-term science-based emissions targets. Under the business model & innovation theme, our focus was on improving sustainability disclosures provided by the companies. This includes disclosures aligned with the Sustainability Accounting Standards Board (SASB), diversity metrics, etc.

Our engagement methods are primarily 1-to-1 engagements with company management or the board. Our long-standing relationships with the management teams of most of the companies we hold allow us to have robust discussions about sustainability progress, challenges, and concerns.

All our engagements are tracked within our proprietary Engagement Tracker, where we track the dates, attendees, meeting notes, proposed steps and outcomes of each engagement we undertake. We can therefore keep track of our previous engagements to generate statistics and to better understand the nature of our actions, the impact generated and our alignment with the 5 SASB dimensions and the 17 SDG Goals. The statistics are also used for our responsible investing reports, marketing materials and to answer client questionnaires.



Example

SBTI-COMPLIANT EMISSIONS REDUCTION TARGET
SECTOR: INDUSTRIALS

Background

In late 2021, the Canadian Equity Team launched an engagement initiative around emissions reduction targets. The goal was to target a select number of companies and engage with them on:
a) the operational and regulatory benefits of setting a science-based emissions target and
b) the potential steps to take in each company's specific situation to set such targets.

Action

We reached out to this industrial company to inquire about their progress towards setting an SBTi-compliant emissions reduction target. Given their large fleet of vehicles and their use of landfills as part of their business, we explained that establishing a science-based emissions target could be an important step for them going forward. The company responded by indicating that resources at the time were limited and their focus was on aligning with SASB, but they were interested in getting our input.

Outcome

The company recently announced that it had set an emissions reduction target while continuing to work towards an SBTi-compliant target. The company has also begun tracking avoided emissions, introduced TCFD recommendations in their disclosures, as well as made further investments to improve the environmental performance of operations. We will continue to engage with and support the company in their journey to set a science-based emissions target.

Example

SBTI-COMPLIANT EMISSION REDUCTION TARGET
SECTOR: CONSUMER STAPLES

Background

This Consumer Staples company distributes food and pharmaceutical products via a network of food stores and drug stores in the provinces of Quebec and Ontario. One of the company’s shareholders had recently submitted a proposal for them to set a firm-wide science-based emissions reduction target within a specific time frame.

Action

We engaged with company management to understand their assessment of the proposal and the steps that would need to be taken. We assessed that the company is significantly behind their peers in terms of their emissions reduction strategy, particularly in terms of reducing refrigerant emissions, and we discussed possible paths forward with them.

Outcome

We agreed with the company that the timeline of the shareholder proposal was too prescriptive and not practical. However, they are committed to accelerating progress in terms of how they assess their **Scope 1, 2 and 3** emissions target pathways in order to work towards having a firmer timeline for an SBTi-compliant target. We will be following up with them in 2023 in order to assess that progress.

Case Study

Fiera Real Estate UK › Engagement

Tenant Engagement

Paramount to our ESG strategy within held real estate funds is tenant engagement, particularly where we, as the landlord, have no control over the asset due to lease structures. Through our tenant engagement programme, we worked with tenants through a series of focus groups and one-to-one meetings and encouraged tenants to provide consent for our automatic data harvesting initiative. This involves using a third party to scrap utility data directly from a tenant’s utility portal, which then provides us, as the landlord, with access to monthly consumption data. In addition to monitoring our progress against NZC targets, it also enables us to provide tenants with an indication of how their building is performing, as well as with recommendations on how to reduce energy consumption and improve efficiency measures. As a result of our engagement, we have had 60% of tenants by floor area provide consent for our automatic data collection project, and an additional 25% provide their data manually – which has resulted in a total of 85% energy data across our held portfolio in the UK, a market-leading statistic for a long income portfolio.

Community Engagement

Community engagement is a strong focus for the UK real estate business. Whilst we have made significant strides on a corporate level and within our opportunity funds, it is still a challenge to engage with communities where our held assets in our core funds are located. As a result, our limited control at these sites. In order to improve our current level of engagement with these communities, we are building a comprehensive social plan for the year, which includes fundraising initiatives to support the local communities where our assets are located. In addition, we are looking to build on our success in 2022, where we combined a corporate fundraising initiative for Grace Academy in Coventry with some tenants from our held portfolio, who provided apprenticeships to two students from disadvantaged backgrounds as a result of this engagement project.

Case Study

Fiera Capital Atlas Global Equities › Engagement

We do not invest in companies where we believe there to be sizeable ESG risks that threaten the continuous and above-average compounding of economic profits. Nor do we buy companies where the financial returns and track record are sufficiently low to suggest poor stewardship. We only invest in best-in-class companies from a financial, competitive and industry positioning perspective and conduct considerable due diligence to ascertain that. We are not seeking 'repair' or turnaround-type investments where engagement needs are intensive and ongoing. We do engage where it is appropriate to do so and, on all subjects, including ESG, in the interests of meeting our long-term dual performance and risk objectives. Our research analysis and governance scorecard also identify any areas that require engagement, including any ESG topics.

Engagement selection is based on the scale of the potential impact on our long-term financial expectations for each investment. Where the impacts are considered potentially meaningful (but still investable), we will seek to engage. Where the potential impact is material with a high probability of a negative outcome, we will divest rather than engage.

Selection process

1 **Pre-investment:** Areas that require engagement are identified during the pre-investment DD stage with reference to their potential impact on our expected financial outcomes.

2 **Post-investment:** Matters that arise post-investment that have a potentially meaningful impact to our financial expectations.

Example

Activity

In 2022, we engaged with the largest global data centre and colocation provider for enterprise network and cloud computing, on its emissions reduction plans across its global operations and supply chain. The company has a large exposure to carbon emissions as their data centres are large consumers of electricity. The company's energy consumption has grown as they have expanded their business. The Q&A session with management focused on the impact of this strategy on capex, costs and contribution to the business's competitive advantage.

Outcome

Through the engagement with the company's management on its emission reduction strategies, we increased our confidence in the capital directed to these strategies and its support of the business's existing competitive advantage. The business is meeting the end market's demand to provide data centres while also managing the carbon footprint of these centres. The outcome of this engagement was to continue to hold the position in the company as management's emission reduction policies were well developed to manage emissions as the business expands. No escalation was required after this engagement.

Case Studies

Active Fixed Income > Engagement

SECTOR: ENERGY GENERATION
ESG DIMENSION: ENVIRONMENTAL & SUSTAINABILITY COMMITMENTS
CREDIT RATINGS: A3 (STB)/BBB+(STB)/AL (STB) MSCI ESG RATING: A

Background

In recent years, we have worked successfully with the company and other key stakeholders in the establishment of its Green Bond Framework, its definition of eligible projects and management of proceeds and reporting. However, we expected to see further commitment from the company on long-term sustainability targets and a stronger policy on nuclear safety, waste and emissions.

Action

In consultation with the company, we expressed our desire to see industry-standard sustainability targets in financing requirements as proof of commitment by the company. With respect to nuclear, we expressed our desire to see further disclosure on nuclear safety and a long-term policy on nuclear emissions and waste management.

Outcome

In 2021 the Company secured a US$750 million 364-day senior unsecured credit facility with sustainability targets on safety, installation of electric vehicle chargers, trees planted and hydroelectric capacity development becoming the first Canadian energy company to secure a sustainability linked loan. With respect to nuclear, a work in progress, we acknowledge stronger disclosure on nuclear safety, and we are pleased with the company's long-term commitment to develop small modular reactors (SMRs), which are considered to be the next generation in nuclear technology. SMRs are expected to be useful for industrial operations, cities or even remote communities that currently run on diesel generators.

SECTOR: INDUSTRIAL, CONSUMER (FOOD PRODUCTS)
ESG DIMENSION: ENVIRONMENTAL & GOVERNANCE
CREDIT RATINGS: BBB1 (STB)/BBBH (NEG) MSCI ESG RATING: BBB
INVESTMENT RECOMMENDATION: EXCLUSION

Background

In recent years, we have closely monitored the ESG profile of the company and acknowledged a lack of commitment to carbon footprint reduction, lag in securing sustainable dairy certifications and a relatively weak anti-corruption policy.

Action

In consultation with the company over the last two years, we expressed our desire to see real commitments to carbon footprint reduction, notably through material reduction in packaging material and stronger efforts in obtaining sustainable dairy certifications. We asked the company to integrate such commitments in a Sustainability-Linked Bond (SLB) Framework specifically on those items. Finally, we expressed our desire to see stronger disclosure on governance, specifically on anti-corruption.

Outcome

After review by the Active and Strategic Fixed Income ESG Committee at the end of 2021 (Q4), it was unanimously decided that the company would now be excluded from our investment universe as a result of ongoing relatively poor anti-corruption policies in place, which in our opinion represent an important investment risk not reflected in current valuation. In addition, the clear lack of commitment to carbon footprint reduction with no clear target for packaging material reduction confirmed the committee's decision.

SECTOR: ENERGY, INTEGRATED
ESG DIMENSION: ENVIRONMENTAL & SUSTAINABILITY COMMITMENTS
CREDIT RATINGS: A3 & A

Background

The company is responsible for the ownership and operation of one of the world's only refinery designed from inception to minimize its environmental footprint through carbon capture. Through a process called gasification, a substantial waste product of bitumen is cost effectively captured instead of vented into the atmosphere, eliminating approximately 70% of the refinery's total CO2 footprint. This captured CO2 is then sold to third parties for enhanced oil recovery and permanent storage, providing a pathway to lower carbon fuel from the bitumen. The Control Administration Building at the company's refinery has received the LEED Green Certification.

Action

In consultation with the company, we expressed our desire to see the issuer define an official Sustainable Framework with sustainability targets (in line with industry standards KPI) into financing requirements as proof of commitment on behalf of the company. We also expressed our desire to see the company define KPI measures on the efficiency to preserve the quality of air, water and land.

Outcome

The company is still reviewing the applicability of a Sustainable Financing Framework (specifically related to KPI measures). We expect further progress in the next six months. Nonetheless, we are pleased with the progress in reporting specifically on carbon captured and domestic waste recycled. We will continue our engagement efforts with the company.

ISSUER: PROVINCIAL GOVERNMENT
ESG DIMENSION: ENVIRONMENTAL AND ENERGY TRANSITION
CREDIT RATINGS: AA2(STB); A+(STB); AA-(STB); AAL(POS)

Action

In consultation with the Province, we expressed our desire for the Province to establish an ESG framework along a Sustainability-Linked Bond Framework. In addition, we expressed our desire for the Province to establish clear environmental targets for carbon footprint reduction and energy transition initiatives, as we believe the Province can be a leader in energy transition and climate action initiatives considering its strong presence and expertise in the energy sector.

Outcome

In May 2021, the Province established an Environmental Social Governance (ESG) Secretariat, the first of its kind by any province, to serve as a strategic and coordinating body for all ESG-related activities across the government.

Importantly, the ESG Secretariat Executive Committee reports to the Office of the Prime Minister. In September 2022, the Province established a Jurisdictional ESG framework which The ESG Secretariat will use to map the government's policies and programmes that enable strong ESG performance across all ministries, industries and businesses and to communicate commitment to and ambition for ESG excellence. With respect to the Sustainability-Linked Bond Framework, the Province acknowledged our recommendations and will be reviewing its implications and how it can be developed in the near term.

We expect further investment commitments from the Province related to hydrogen, carbon capture and storage, natural gas and LNG and diversified electricity.

Case Studies

Integrated Fixed Income (IFI) › Engagement with Issuers

IFI expanding scope of Engagement initiative to Power Generation and Utility sectors (2022)

In 2022, we had several engagements with utilities and power generation companies to discuss ESG initiatives, emission reduction targets and reporting.

For one particular utility company, we encouraged the issuer to improve disclosures and set more aggressive targets and to provide guidance on progress against targets. The company was receptive and is reviewing.

For a notable power generation company, we also encouraged stronger disclosures, as well as a partnership with external ESG data aggregators (data was stale and inaccurate), reiterating our need for strong data to drive decision-making. The company advised they would review the process with the third party and would be providing a wholesome annual ESG report which would also include the disclosures we were looking for.

IFI Engagement with a Canadian Province on regulatory matters (Q4 2022)

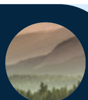
Another major engagement was with a Canadian Province, which had recently interfered significantly in its local electricity market and had overridden pending decisions on pricing, which is to the detriment of a local utility. The interference is a clear credit negative for the utility as the independence of the regulatory framework is now in question.

As a result of the interference, the financial position of the utility is weakened substantially, and investment in carbon reduction has been halted/deferred to an undetermined future date. Our concerns were relayed to the relevant ministries, but the story is ongoing, and we have proposed a follow-up meeting.

Case Study

Fiera Comox › Engagement Strategy Overview

We regularly engage with our investee companies and partners across all three strategies (Agriculture, Private Credit and Private Equity) with a view to improving relevant ESG practices. We believe that through this ongoing dialogue, we can encourage sustainable corporate conduct and enhance long-term overall performance. The form and frequency of our engagements depend largely on our investment strategy and ownership positions. For our Agriculture strategy, we will own controlling equity positions for almost all partnerships allowing us to influence the ESG strategy and priorities. For our Private Credit strategy, our greatest opportunity to influence borrowers as a lender is through ESG-related loan covenants at closing and/or at the time of an upsize, extension or refinancing. For our Private Equity strategy, we may own minority or controlling equity positions. In all cases, we will engage with portfolio companies and other shareholders on ESG matters with a view of improving practices of the portfolio companies.



Example

Outcome yet to be achieved

In project Hermes, the Fiera Comox Private Credit team was negotiated ESG-related loan covenants and will be acting as one of the ESG coordinators among the lenders. The objective of the loan covenant is to set ESG criteria (to be established post-closing), within the credit agreement, which will have the effect of reducing or increasing the interest rate applicable to the loan by a certain number of bps based on the evolution of these ESG criteria. The company will be audited by external and independent ESG auditors to determine whether the ESG criteria will have been met, validate the change in interest rate and provide a formal ESG Compliance Certificate.

Outcomes achieved

Our Washington State-based partnership grows apples and several varieties of cherries. It is a sophisticated orchard operation with modern, high-density trellis technologies. Climate change has been manifesting itself in several regions of the world in the form of longer, hotter summers and more severe periods of water stress. Our farm partner has been monitoring the changes in weather patterns in Washington State for several years and is taking proactive measures to mitigate production risks and adapt to change. With our continued support, our farm partner installed shade cloths, a netting structure built over the orchards like a tent that protects the orchards from extreme weather conditions.

The cloths have helped to: increase humidity by 36%, reduce solar radiation by 30% and lower the air temperature by 3%

In Project Halo, the Fiera Comox Private Credit team identified potential ESG risks. As such, the team made its loan conditional to a satisfactory ESG review of the company's business and to the implementation of new initiatives to address ESG issues found. An audit of the company's supplier was conducted (which proved to be satisfactory). The team also worked alongside the company's management to implement additional controls for internal payment procedures.

Principle 10

Signatories, where necessary, participate in collaborative engagements to influence issuers

Industry Collaboration

Fiera Capital interacts and participates in a number of industry working groups focused on ESG reporting standards. We believe that an integral part of our role as a responsible investor is to actively contribute and collaborate with other players in the investment value chain to further develop the field.

Accordingly, we have endorsed or signed onto a number of relevant standards and statements and are active members and signatories of various networks and sustainable investing initiatives. We also recognize and adhere to several responsible business codes of conduct, along with internationally recognized standards for due diligence and reporting.

In 2022, we took part in the following regulatory and industry initiatives:

Better Buildings Partnership (BBP) Climate Commitment

Fiera Real Estate UK joined the Better Buildings Partnership (BBP) as of October 2022 and has signed up for the BBP's Climate Commitment. The BBP Climate Commitment acknowledges the transformation that is required across the real estate sector to deliver net zero buildings by 2050. The aim of the Commitment is to: leverage collaborative and tangible strategic action on climate change, increase transparency and accountability enabling the market to operate and compete effectively and provide clear client demand for net zero assets, driving the industry to respond.

Canadian Coalition for Good Governance (CCGG)

CCGG promotes good governance practices among public companies in Canada, with a strong focus on independent board members of corporations. CCGG is increasingly focusing on environmental and social factors when engaging with board members.

Canadian Fixed-Income Forum (CFIF)

CFIF is a group set up by the Bank of Canada to facilitate the sharing of information between market participants and the Bank on the Canadian fixed-income market. An ESG committee was created by CFIF, and several other sub-committees and working groups were then created to work and issue recommendations on several themes and issues. Members of Fiera Capital have created and chaired a working group on ESG data which seeks the betterment of ESG disclosures by Canadian Issuers through collaborative and direct engagement.

Carbon Disclosure Project (CDP)

We are a signatory to the CDP, a project that aims to collect and share information on greenhouse gas emissions and climate change strategies.

Global Real Estate Sustainability Benchmark (GRESB):

GRESB is the most recognized global ESG benchmark for real assets. More than 100 institutional investors, representing approximately $22 billion in assets under management, use GRESB data to monitor their investments and make decisions that lead to a more sustainable industry.

Climate Action 100+

Fiera Capital is a part of the Climate Action 100+ investor engagement initiative, which addresses climate change with some of the world's largest corporate emitters of greenhouse gases. As a member of this initiative, we participate in engagement activities centered around key goals: companies reducing their greenhouse gas emissions, implementing a strong governance framework that clearly articulates the board's accountability and oversight of climate-related matters and improving their climate-related disclosures.

Spotlight

In 2022, Fiera Capital joined the collaborative engagement group for TC Energy, where the Canadian Large Cap team will be collaborating on future engagements with the company.

TC Energy is one of North America's leading energy infrastructure companies with operations in the natural gas, oil and power industries. The overall goal is to engage in climate-related initiatives with TC Energy alongside other investors. The idea is that the collective (as opposed to the individual investors) will help to improve governance on climate change, curb emissions and strengthen climate-related financial disclosures and thinking on the topic. TC Energy has made significant progress in their climate journey, and the engagements are to ensure we hold TC Energy accountable, and keep them on track, challenging them on specific aspects of their energy transition plans. In 2022, topics of discussion included GHG emission targets and an increased focus on methane emissions.

Net Zero Asset Managers Initiative (NZAM)

As an investor signatory since June 2021, Fiera Capital is committed to supporting the goal of net zero greenhouse gas emissions by 2050, in line with global efforts to limit global warming to 1.5 degrees Celsius. We are also committed to supporting investments aligned with net zero emissions by 2050 or sooner.

Spotlight

In August 2021, Fiera Capital joined the NZAM initiative, which brings together an international group of asset managers committed to playing a more active role in battling climate change.

We are dedicated to working proactively towards the goal of reaching net zero greenhouse gas emissions by 2050 or sooner and to supporting broader efforts to limit global warming to 1.5°C. Significant effort was put into defining the proper methods and metrics required to produce credible and robust targets. Fiera Capital's initial commitment represents, as of 31 December 2022, a total of USD 13.52B or approximately 11.56% of its AUM. As Fiera Capital offers customized multi-asset solutions across both public and private market asset classes, the efforts have been focused on finding the most appropriate approaches for each asset class the Company initially intended to commit.

This target is a starting point that will be periodically reviewed, with the intention of adding more strategies and significantly increasing the Company's commitment as methodologies further develop to cover more asset classes and data becomes more accessible. To track its alignment, Fiera Capital plans to leverage the decarbonization and engagement targets approach of the Paris Aligned Investment Initiative Net Zero Investment Framework, developed by a global group of investors which explored how investors could align their portfolios with the goals of the Paris Agreement.

Impact Management Project (IMP)

IMP is an initiative backed by many foundations, asset owners and asset managers around the world, which aims to provide a framework for impactful sustainability initiatives. This framework is currently used in our Global Impact Fund, which was launched in 2020.

Responsible Investment Association (RIA)

The RIA is Canada's membership association for Responsible Investment. Members believe that the integration of environmental, social and governance factors into the selection and management of investments can provide superior risk-adjusted returns and positive societal impacts.

Sustainability Accounting Standards Board (SASB)

SASB is a framework with growing global recognition. As an official supporter since 2020, we have promoted the standards internally, and it is used by an increasing number of Fiera Capital investment teams.

Task Force on Climate-Related Financial Disclosures (TCFD)

We are an official supporter of TCFD. The task force's recommendations provide a foundation for climate-related financial disclosures for all companies, encouraging them to report on the climate-related risks and opportunities most relevant to their particular businesses. More detail about our approach to climate change can be found in our TCFD report, available on our website.

UK Net Zero Carbon Buildings Standard

Fiera Real Estate UK is collaborating with the wider industry to help produce the Net Zero Carbon Building Standards. A member of our ESG team is representing Fiera Real Estate UK on the Operational Energy Task Group (1a), and Fiera Real Estate UK has committed to contribute operational energy data to assist with benchmark creation.

United Nations Principles for Responsible Investing (UN PRI)

UN PRI is an investor initiative focused on incorporating ESG into investment processes. Fiera Capital was an early adopter of responsible investment and signed the UN PRI in 2009. As a signatory, we are continuously assessed on our performance and required to report annually on our ESG integration approach and progress.

Principle 11

Signatories, where necessary, escalate stewardship activities to influence issuers

Where engagement is not forthcoming, and it is deemed appropriate and necessary, we may employ escalation strategies to support achieving an engagement outcome. This may include, for example, raising it to their board of directors, adverse proxy voting or disinvestment. The decisions remain with the investment teams.

Case Study

Global Equity > Escalation

As outlined in our engagement process, we do not invest in companies where we believe there to be sizeable ESG risks that threaten the continuous and above-average compounding of economic profits. Nor do we buy companies where the financial returns and track record are sufficiently low to suggest poor stewardship. We only invest in best-in-class companies from a financial, competitive and industry positioning perspective and conduct considerable due diligence to ascertain that. If the investment team deems that escalation is required beyond the engagement process, we will seek to divest if we expect material potential financial impact as high probability.

For outcomes we believe we can influence, we will seek to:

- hold meetings with management,
- write letters to the company to express concerns,
- vote against management’s proposals in Annual General Meeting,
- evaluate investment hurdle rate to ensure it is compensatory for an additional risk,
- classify as high priority the continued monitoring of the issuer.

Example

Activity

In December 2022, we voted against the management's proposal on remuneration policy and the size of the CEO special equity grant in the 2022 AGM. We expressed concern to the company on the continued lack of disclosure on long-term incentive targets for named executive officers' compensation. We were concerned with the board's support for the special equity grant to the CEO based upon a reverse merger deal transacted within the same financial year. Given the integration is still underway and limited disclosure on the long-term targets, it is difficult to evaluate how the incentive aligns with the level of shareholder value created from the deal.

Outcome

We contacted the company to arrange a meeting with management to talk through long-term incentive targets. For shareholder value creation, our recommendation would be a returns-based metric related to economic profit creation, especially related to M&A activity. Classify as high priority to monitor any changes in the business' capital allocation plans that may impact long-term value creation, especially with M&A strategy.

Case Study

Canadian Large Cap › Escalation

Our long-term approach is rooted in a quality-oriented investment philosophy. The aim of such an approach is to invest in businesses with the mindset of a long-term owner (and not a stock trader or momentum investor).

We aim to own profitable, well-established companies with durable, defensible attributes that can continue to generate consistently good returns on investment in the years to come. These companies operate responsibly and with integrity, reinvest wisely, build great cultures, and focus on long-term results.

That also means we avoid those that are unprofitable or speculative or those with unproven business models. To find these companies, we must study them extensively. That means having a comprehensive understanding of their histories and financial metrics, but equally important are extra-financial subjects, such as the role of a company in society, human capital development, environmental initiatives, leadership, resilience and innovation, among others. In other words, being a sustainability expert is an increasingly important part of being an investment and business expert – sustainability is simply a part of long-term investing.

As we are Canadian large-cap equity investors that hold 30-40 companies in our strategies, we have long-standing relationships and engagements with most of the companies we hold. The companies we hold have been durable and resilient, have a long track record of good performance and have shown to be managed in line with the best interests of the shareholders. Hence, for the most part, they are very receptive to the engagements and needs of large shareholders like us.

Engagements are fruitful, and escalations are thus not commonplace. Escalations are done case-by-case and may take the form of proxy voting against management recommendations, engaging with the board, and in some cases, we exit our position. However, exit decisions as a form of escalation are only implemented if a confluence of factors influences our decision.

Example

Background

This information technology company develops enterprise information management (EIM) solutions, which enable companies to control and better utilize all forms of information. In 2022, the company made changes to the compensation plan for the CEO, increasing overall pay, despite poor 1-, 3- and 5-year share returns. In addition, the CEO was granted excessive stock options, which we viewed as incentivizing risk-taking behaviour. Overall, the company's compensation plan is not based on ROE or other return-focused metrics. After this change in compensation structure, the company took on significant levels of debt to acquire a structurally deteriorating technology company in 2022.

Action

We engaged with the firm's board and compensation committee to better understand their process and rationale for the structure and their views on how the compensation may have incentivized excessive risk taking in acquisitions.

Outcome

The company was not receptive to making any changes and/or adding return-based metrics to future compensation changes. The Canadian Equity team broadly supports management's compensation that aligns with shareholders – those that are based on return on equity, invested capital and ultimately long-term stock performance. We also support compensation schemes that incentivize management to grow the company's quality long-term without excessive risk taking. As part of a proxy vote, we voted against items related to pay, as well as against the board chair, reflecting our displeasure with both the compensation plan and the acquisition. The board felt the need to pay executives handsomely regardless of the business performance, which was worrisome. Before any significant decision is made in the portfolio, the team undertakes prudent research and engages with the management/board of the company multiple times before proceeding with or escalating an action/decision. Subsequently, we decided to exit the position.

Case Studies

Emerging and Frontiers Markets › Escalation

REGION: **EMERGING MARKETS**
SECTOR: **ENERGY**
RESULT FROM ESCALATION: **ISSUER TO OBTAIN AN INDEPENDENT ESG RATING**

We decided to invest in the company after we evaluated the investment case from an ESG perspective. The company is the world's largest producer of natural uranium, with priority access to one of the world's largest resource bases. Its shares began trading on the Astana and the London Stock exchanges.

Our concern from the ESG perspective rose due to a lack of a formal ESG grade from MSCI ESG Research, LLC. We raised our concerns on the ESG topic to the company's IR Department and urged the company to contact MSCI or other rating providers to disclose ESG information.

As a result, the company is currently in the process of obtaining an independent ESG rating from a third-party provider. In the meanwhile, the company provided ESG disclosures to the investment team in an ESG Information Form as a part of the investment process.

Based on ESG disclosures the company provided in the completed ESG Inquiry form, we concluded that the company is a suitable investment case from the ESG perspective.

REGION: **EMERGING MARKETS**
SECTOR: **ENERGY DISTRIBUTION**
RESULT FROM ESCALATION: **PROPOSED BOARD NOMINEES WERE APPROVED IN THE PROXY VOTING**

We voted against the new board nominees in the proxy voting because the proposed Board contains one nominee considered over-boarded under ISS policy. In addition, the company bundled the election of directors under a single item, preventing shareholders from voting individually on each nominee.

As a result, the company's new broad member proposal was approved. We reevaluated the governance risks of the company and decided to hold the company.

Exercising Rights and Responsibilities

Principle 12

Signatories actively exercise their rights and responsibilities

Proxy Voting

Fiera Capital has a fiduciary duty to vote proxies with the goal of maximizing the value of its client's investments and protecting their economic interest. Fiera Capital may also use proxy voting as a tool to engage with companies where in the opinion of the portfolio manager, the engagement could further these goals. Engagement through proxy voting is a key element of Fiera Capital's sustainable investing policy.

Our Proxy Voting Policy has been in effect since 2002, prior to the creation of Fiera Capital. It provides guidelines for the exercise of voting rights related to various ESG issues, ranging from director elections to shareholder proposals addressing environmental and/or social issues. The Chief Investment Officer of Public Markets is responsible for the establishment and annual review of these guidelines. In 2022, we worked on improving our Proxy Voting Policy. As part of this update, we ensured that our Proxy Voting Policy represents our beliefs and practices regarding voting on proposals related to systemic environmental and social issues, as well as on corporate governance matters.

While Fiera Capital's portfolio managers generally vote proxies in accordance with these guidelines, there may be circumstances where the portfolio manager believes it is in its clients' best interests to vote differently, withhold a vote or abstain from voting. In such cases, the portfolio manager shall document the rationale when voting differently than as prescribed by these guidelines.

Some Fiera Capital affiliates also consult external proxy voting advisors to provide complementary analysis and recommendations.

Throughout the firm, we retain a record of all proxy votes in a special log to comply with regulations in the jurisdictions where we operate. We also keep records of any votes cast against our Proxy Voting Policy and the associated rationale.

Fiera Capital also reports on its voting activities as part of its annual reporting to the UN PRI, and Proxy Voting decisions are available to our clients and beneficiaries upon request.

There are a few instances where clients may override our internal Proxy Voting Policy. For instance, a client might hold specific securities that are not part of the strategies that we manage on behalf of this client. These securities are, therefore, non-discretionary for us as an asset manager, and the client may instruct us how to vote these shares. We do not recall shares on loan to vote due to the operational challenges that this presents.

We invite you to consult our Proxy Voting Policy to learn more about Fiera Capital's approach to integrating material ESG assessments into our voting practices.

Our Use of Proxy Advisors

Fiera Capital and its portfolio managers do not delegate the proxy voting responsibility to a service provider. However, we hire the services of an external proxy advisory service provider to generate recommendations as well as customized voting recommendations based on Fiera Capital's guidelines. The service provider helps manage the proxy voting process in collaboration with the sustainable investing team and each investment management team's dedicated individuals who oversee share voting.

The current service provider is Institutional Shareholder Services Inc. ("ISS"), an independent firm with expertise in global proxy voting and corporate governance issues, to augment our internal processes. ISS provides transparency to its clients on the status of their votes, as reflected in the change from votes being instructed/approved to being sent/confirmed.

Global Proxy Voting Committee

As mentioned in Principle 2, our global proxy voting committee is comprised of members of various departments, such as compliance, sustainable investing and the CIO office. This committee reviews the voting of the firm's proxies in accordance with the proxy voting guidelines and the implementation of the firm's policy and procedures. The topics discussed during the meeting include but are not limited to process and/or policy updates, trends and engagement opportunities, reporting, new client voting requirements, and prior quarter voting results.

Overview of Proxy Voting in 2022

In the fiscal year 2022, we voted at 1,872 meetings for a total of 19,757 resolutions. This represents 97% of meetings where we were eligible to vote. We voted in 61 different countries.

In 2022, we voted in

1,872 meetings across

61 different countries

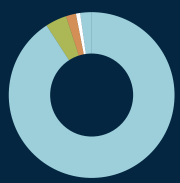
19k+ total resolutions

97% of meetings where we were eligible to vote

4% shareholder resolutions

96% management resolutions

Proxy Voting Statistics

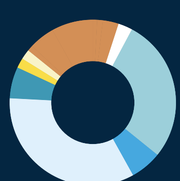


Management Proposals	Shareholder Proposals
Voted **18,966**	Voted **790**
% Aligned with Management	
95%	**52%**
% Aligned with Fiera Proxy Voting Policy	
99%	**96%**

- for
- against
- abstain
- withhold
- do not vote

Topics Voted Against Management

We voted in favour of 47 environmental proposals.



- audit-related
- capitalization
- company articles
- compensation
- company governance
- director election
- director related
- environmental
- miscellaneous

Proxy Voting Examples

Case Study

Global Equity (Stonepine*) › Proxy Voting

As active owners, exercising our voting rights is a very valuable tool. We believe that proxy circulars provide such valuable insight into a company's culture and potential to generate long-term value that neglecting to vote would be damaging to our portfolio's performance and irresponsible at worst. Therefore, our team has continually reviewed and voted on all proxies internally.

Engaging and voting proxy resolutions should, in our view, always work in tandem. While we retain the option of exercising our voting rights against management when we are opposed to a resolution or feel that companies are not making enough progress, we always seek to share our views with management prior to doing so.

As long-term global investors, we are not only conscious of the different norms and standards of corporate governance across geographies, appreciating that effective boards can and do take many forms, but we are also aware of our companies' track record, making use of this experience to evaluate each proxy proposition within its historical context. We prefer to steer clear of one-size-fits-all answers and prescriptive policies, which we often find counterproductive to long-term value creation. Instead, we adopt a constructive and flexible approach aimed at helping companies build solutions that best fit their specific context. While board meetings are effective at sparking conversations with management, we strive to meet with our companies consistently to help cement our relationship and detect any change in tone at the top.

We typically engage with companies across executive management, the chairperson of the board of directors, investor relations or various board committees. Our engagement initiatives generally take the form of a friendly, open and collaborative discussion between professionals who share the same goal of maximizing long-term shareholder value.

What we call our "time edge" is earned by keeping abreast of strategic initiatives and corporate changes over the years, consistently going through proxy circulars, engaging in an ongoing dialog and building long-standing relationships with management teams and often board members, who come to know us as trusted partners which they can rely on to focus on long-term value creation.

* Fiera Capital Corporation entered a sub-advisory partnership with StonePine Asset Management Inc. ("StonePine") in 2022. StonePine is a private, employee-owned investment manager.

Example

The investment team voted against a proposal put forth by one of their US-based financial companies regarding a change to the CEO's compensation.

Prior to voting against the proposal, the Investment Team held a call with the company to discuss the reservations they had regarding the proposal, enumerating a number of areas the team believed to be suboptimal from a long-term shareholder perspective. The Investment Team highlighted their belief that the targets for both the Short-Term Incentive Plan (STIP) and Long-Term Incentive Plan (LTIP) were too easy to achieve and questioned the components of the LTIP. Furthermore, the team challenged the use of a cash bonus paid to the CEO to extend his term, as opposed to a bonus linked to performance.

In addition to engaging the company on compensation-related matters, the team addressed the long tenure of the board and their concern on how that may impact independence.

Outcome of discussion with company

The company informed the team that as for the concerns relating to board tenure, the company makes use of consultants to reassess the efficiency of the board and has stated that they are looking to refresh some of the board members in the upcoming year.

As for the STIP, the company elaborated on their process for setting targets and explained that they had dropped the relative margin growth metric temporarily and will be reassessing more appropriate metrics following a material acquisition. With regards to the LTIP targets, the company has acknowledged our concerns while stating, for the time being, that they are aligned with industry standards. The team has once again voted against certain long-tenured board members and against certain compensation-related proposals.

As for the concerns relating to the board tenure, the company makes use of consultants to reassess the efficiency of the board and has stated that they are looking to refresh some of the board members in the upcoming year.

Case Studies

Canadian Large Cap › Proxy Voting

Indigenous Policies and Practices

Industry: Financials

VOTE PASSED

Action

We supported a proposal for enhancing a company's policies and practices pertaining to Indigenous peoples.

Outcome

Going forward, the financials company has committed to enhancing diversity and inclusion, and plans to do so by reviewing its programs and policies for Indigenous recruitment, improving relationships with Indigenous communities, reviewing procurement activities from Indigenous-owned businesses, and engaging with qualified Indigenous and other organizations to support this work. The company also commits to reporting consistently and in a way that supports investors' ability to determine the breadth, depth, and content of these programs.

Workers' Rights

Industry: Consumer Discretionary

VOTE FAILED

Action

We supported a proposal seeking enhanced disclosure regarding the treatment of employees.

Outcome

While the vote did not pass, we engaged with the management of the consumer discretionary company to express our support for increased disclosure around the workers in the distribution network. The company has improved human capital disclosures, but this remains a subject on which we continue to engage to better understand the situation as well as any potential reputational risks. We continue to support management and their long-term business strategy.

Say-on-Climate

Industry: Financials

VOTE FAILED

Action

We voted against a shareholder resolution that was proposed at several large Canadian financial institutions. This proposal asked that the companies hold an annual advisory vote on their climate targets and plans (i.e., Say-on-Climate).

After careful analysis, we elected to vote against this proposal. When evaluating such proposals, among other things, we consider the current climate strategy of the company and progress towards achieving its climate targets. We also look at the quality of disclosure of the company on its climate strategy and whether it is aligned with its peers and any renowned framework. We also consider whether the company is part of any climate initiative and whether it has demonstrated serious commitment to these initiatives.

Generally, while there are exceptions, we support climate proposals that focus on increased transparency to shareholders regarding a company's climate targets and progress toward achieving them. However, we believe that it is the responsibility of the company and the Board to set credible climate targets and prepare a robust plan to achieve them, as well as establish an effective governance structure to monitor progress toward achieving these targets. Hence, we will generally not support proposals asking companies to hold an annual advisory vote on their climate transition plan.

We believe shareholders are already equipped with tools to express their disapproval of a company's strategy such as voting against the reelection of board members that are responsible for establishing and overseeing it. We also believe that direct engagement with company executives is an efficient way to raise our concerns and discuss a company's strategy directly with those that are responsible for it. Environmental targets and disclosure are frequent topics during engagement meetings. We are usually long-term shareholders of the companies we invest in, which allows us to build trust with company executives and to have constructive dialogue related to their climate transition plan.

Important Disclosures

Fiera Capital Corporation ("**Fiera Capital**") is a global independent asset management firm that delivers customized multi-asset solutions across traditional and alternative asset classes to institutional, retail and private wealth clients across North America, Europe and key markets in Asia. Fiera Capital trades under the ticker FSZ on the Toronto Stock Exchange. Each affiliated entity (each an "**Affiliate**") of Fiera Capital only provides investment advisory or investment management services or offers investment funds in the jurisdictions where the Affiliate and/or the relevant product is registered or authorized to provide services pursuant to an exemption from registration.

This document is strictly confidential and for discussion purposes only. Its contents must not be disclosed or redistributed directly or indirectly, to any party other than the person to whom it has been delivered and that person's professional advisers.

The information presented in this document, in whole or in part, is not investment, tax, legal or other advice, nor does it consider the investment objectives or financial circumstances of any investor.

Fiera Capital and its Affiliates reasonably believe that this document contains accurate information as at the date of publication; however, no representation is made that the information is accurate or complete and it may not be relied upon. Fiera Capital and its Affiliates will accept no liability arising from the use of this document.

Fiera Capital and its Affiliates do not make recommendations to buy or sell securities or investments in marketing materials. Dealing and/or advising services are only offered to qualified investors pursuant to applicable securities laws in each jurisdiction.

Past performance of any fund, strategy or investment is not an indication or guarantee of future results. Performance information assumes the reinvestment of all investment income and distributions and does not account for any fees or income taxes paid by the investor. All investments have the potential for loss.

This document may contain "forward-looking statements" which reflect the current expectations of Fiera Capital and/or its Affiliates. These statements reflect current beliefs, expectations and assumptions with respect to future events and are based on information currently available. Although based upon what Fiera Capital and its affiliates believe to be reasonable assumptions, there is no guarantee that actual results, performance, or achievements will be consistent with these forward-looking statements. There is no obligation for Fiera Capital and/or its Affiliates to update or alter any forward-looking statements, whether as a result of new information, future events or otherwise.

Strategy data such as ratios and other measures which may be presented herein are for reference only and may be used by prospective investors to evaluate and compare the strategy. Other metrics are available and should be considered prior to investment as those provided herein are the subjective choice of the manager. The weighting of such subjective factors in a different manner would likely lead to different conclusions.

Strategy details, including holdings and exposure data, as well as other characteristics, are as of the date noted and subject to change. Specific holdings identified are not representative of all holdings and it should not be assumed that the holdings identified were or will be profitable.

Certain fund or strategy performance and characteristics may be compared with those of well-known and widely recognized indices. Holdings may differ significantly from the securities that comprise the representative index. It is not possible to invest directly in an index. Investors pursuing a strategy like an index may experience higher or lower returns and will bear the cost of fees and expenses that will reduce returns, whereas an index does not. Generally, an index that is used to compare performance of a fund or strategy, as applicable, is the closest aligned regarding composition, volatility, or other factors.

Every investment is subject to various risks and such risks should be carefully considered by prospective investors before they make any investment decision. No investment strategy or risk management technique can guarantee returns or eliminate risk in every market environment. Each investor should read all related constating documents and/or consult their own advisors as to legal, tax, accounting, regulatory, and related matters prior to making an investment.

United Kingdom

This document is issued by Fiera Capital (UK) Limited, an affiliate of Fiera Capital Corporation, which is authorized and regulated by the Financial Conduct Authority. Fiera Capital (UK) Limited is registered with the US Securities and Exchange Commission ("**SEC**") as investment adviser. Registration with the SEC does not imply a certain level of skill or training.

United Kingdom – Fiera Real Estate UK: This document is issued by Fiera Real Estate Investors UK Limited, an affiliate of Fiera Capital Corporation, which is authorized and regulated by the Financial Conduct Authority.

European Economic Area (EEA)

This document is issued by Fiera Capital (Germany) GmbH ("Fiera Germany"), an affiliate of Fiera Capital Corporation, which is authorized and regulated by the Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin).

United States

This document is issued by Fiera Capital Inc. ("**Fiera U.S.A.**"), an affiliate of Fiera Capital Corporation. Fiera U.S.A. is an investment adviser based in New York City registered with the Securities and Exchange Commission ("SEC"). Registration with the SEC does not imply a certain level of skill or training.

United States - Fiera Infrastructure: This document is issued by Fiera Infrastructure Inc. ("**Fiera Infrastructure**"), an affiliate of Fiera Capital Corporation. Fiera Infrastructure is registered as an exempt reporting adviser with the Securities and Exchange Commission ("**SEC**"). Registration with the SEC does not imply a certain level of skill or training.

Canada

Fiera Real Estate Investments Limited ("Fiera Real Estate"), a wholly owned subsidiary of Fiera Capital Corporation is an investment manager of real estate through a range of investments funds.

Fiera Infrastructure Inc. ("Fiera Infra"), a subsidiary of Fiera Capital Corporation is a leading global mid-market direct infrastructure investor operating across all subsectors of the infrastructure asset class.

Fiera Comox Partners Inc. ("Fiera Comox"), a subsidiary of Fiera Capital Corporation is a global investment manager that manages private alternative strategies in Private Credit, Agriculture and Private Equity.

Fiera Private Debt Inc. ("Fiera Private Debt"), a subsidiary of Fiera Capital Corporation provides innovative investment solutions to a wide range of investors through two distinct private debt strategies: corporate debt and infrastructure debt.

Please find an overview of registrations of Fiera Capital Corporation and certain of its subsidiaries by following this link.

fiera.com

FIERA CAPITAL