

# Statement of Compliance

## Japanese Stewardship Code

This document outlines how Jennison Associates LLC (“Jennison”), a US SEC registered investment adviser, applies the Principles of the Japanese Stewardship Code (“The Code”).

Japan’s Financial Services Agency established the Code in February 2014 and subsequently revised it three times, most recently in March 2020. The Code focuses on tools that investors may use to encourage medium- to long-term company growth. Jennison reviewed the latest version of the Code for alignment with our approach to Responsible Investing, with a particular focus on sustainable stewardship. Jennison seeks to comply with each of the principles that we view as pertinent to our business, as listed under each relevant principle below. We aim to track and comply with further updates to this Stewardship Code, where in line with our best interests.

Based on Jennison’s review, the Code’s objectives align with the firm’s vision on sustainable shareholder value creation, including the tools of engagement and the exercise of voting rights. [from the RI statement: Engaging with company management is an integral part of Jennison’s active investment process. It is an opportunity to gain insight into an issuer’s strategy and competitive positioning and observe how the issuer addresses risks and opportunities, including those related to ESG. We believe proxy voting is a powerful means of engagement. When voting eligible proxies, we consider the factors that could affect the value of the investment, taking into account high standards of corporate governance and company-specific circumstances as well as the long-term interests of our clients.]

## Principle 1

**Institutional investors should have a clear policy on how they will fulfil their stewardship responsibilities and publicly disclose it.**

Stewardship is an important part of our investment process, which is designed to fulfil our fiduciary duty. Jennison defines stewardship as how we manage and seek to protect clients’ assets through our engagement and proxy voting activities. This belief aligns with our aim to protect and enhance the risk-adjusted return on our clients’ capital. We seek to ensure that the interests of company management align with company shareholders; to further this goal, we engage with company management on material issues such as strategy, performance, governance, and risk management. We build strong relationships with investee companies and maintain regular dialogue. Jennison’s Responsible Investment, Engagement, and Proxy Policies outline our approaches to stewardship and sustainability considerations into our investment process.

Jennison discloses our proxy voting policy and proxy voting record publicly and provides voting records to clients upon request to maintain transparency and accountability. In the absence of written delegation or when proxy voting authority has been delegated in writing to Jennison by clients, we will exercise proxy voting authority in each client’s best interests, without considering Jennison’s own or affiliates’ interests.

<https://www.jennison.com/about-us/responsible-investing-statement>

<https://www.jennison.com/about-us/engagement>

<https://www.jennison.com/about-us/proxy-voting-policy>

<https://www.jennison.com/about-us/proxy-voting>

## Principle 2

**Institutional investors should have a clear policy on how they manage conflicts of interest in fulfilling their stewardship responsibilities and publicly disclose it.**

Jennison strives to identify potential conflicts of interest and has detailed management policies to mitigate them. Conflicts of interest can arise in instances including, but not limited to: when Jennison is managing the pension plan of the issuer; Jennison or its affiliates have a material business relationship with the issuer; Jennison investment professionals are related to a person who is senior management or a director at a public company, or Jennison has a material investment in a security and the investment professional responsible for voting that security's proxy also personally invests in said security. Conflicts are managed through elimination, disclosure, or other appropriate policies and procedures. Employees are encouraged to report any potential conflicts to supervisors and compliance officers, who will review and determine necessary actions.

Due to Jennison's business nature and its affiliations as a wholly owned subsidiary of Prudential Financial, actual and potential conflicts can occur. For instance, Jennison does not invest client portfolios in shares of Prudential Financial to manage conflicts related to its parent company. Our firm-level policies (including the Conflicts of Interest and Proxy Voting policies) place responsibility on all staff to identify and report potential conflicts, which are recorded and managed through established processes. Jennison ensures staff are trained and reminded as needed to fulfil this duty.

Additionally, our U.S. Securities and Exchange Commission Form ADV—filed and updated annually and amended as necessary—requires disclosure of potential and actual conflicts inherent in our business. It also details procedures to manage such conflicts and can be found [here](#).

## Principle 3

**Institutional investors should monitor their investee companies to appropriately fulfil their stewardship responsibilities with an orientation towards sustainable growth.**

Jennison monitors investee companies on an ongoing basis to inform our investment approach. This process relies on one or more of the following sources of information: publicly available information, third-party research, and/or company engagements. In line with our overall approach to engagement, we regularly meet with company management teams to discuss strategy, sustainability, and performance, all of which is assessed against best practices. We aim to establish open dialogue, informed by in-depth research and regular management contact. This helps identify potential issues affecting long-term shareholder value, including environmental, social and governance (ESG) issues.

## Principle 4

**Institutional investors should seek to arrive at a common understanding with investee companies and work to solve problems through constructive engagement.**

Jennison aims to enhance our understanding of key issues, including those related to sustainability, by engaging with companies in an informed and constructive manner. We consider material issues on a company-specific basis: our decision to engage with companies is accordingly tailored to these exposures. We record and track our engagements internally.

We seek to obtain information, confirm investment theses, inform proxy voting analysis, share perspectives, and accommodate issuers' requests for information exchange. Our focus remains on engaging for constructive outcomes, enhancing disclosure, and improving material factors affecting our investment theses.

## Principle 5

**Institutional investors should have a clear policy on voting and disclosure of voting activity, designed to contribute to sustainable growth of investee companies.**

Jennison maintains a Proxy Voting Policy and oversight mechanism that aligns with our firm-wide focus on sustainable long-term growth. We disclose voting activity, including our annual proxy voting record, and other related information on our website.

Jennison considers relevant issues in a manner consistent with our fiduciary duties and seeking to maximize shareholder value. Jennison votes on all clients' shares when delegated the responsibility, as stated in our Proxy Voting Policy. Unless otherwise specified by a client, our policy is aligned with economic interests over the long term, as determined by Jennison's portfolio managers and analysts covering the issuer. We recognize that the nature of ballot issues, including ESG issues, can vary widely depending on company-specific operational differences, industry practices, and geographic footprint.

<https://www.jennison.com/about-us/proxy-voting-policy>

## Principle 6

**Institutional investors should report periodically on how they fulfil their stewardship responsibilities, including voting responsibilities, to their clients and beneficiaries.**

Transparency is important to Jennison, including in communicating stewardship activities. We record our proxy and engagement activity in our internal research database and Jennison's proxy voting policy and proxy voting records are publicly available on our website.

Jennison can provide certain custom engagement reports to clients upon request. We seek to continually improve our reporting capabilities on matters like stewardship, and specific sustainability risks.

<https://www.jennison.com/about-us/proxy-voting-policy>

## Principle 7

**To contribute positively to the sustainable growth of investee companies, institutional investors should develop skills and resources to appropriately engage with companies and make proper judgments in fulfilling stewardship activities based on in-depth knowledge of investee companies and their business environment.**

As a fundamental manager, we center our approach on in-depth research to further our understanding of the companies in which we invest. Jennison's Sustainability Research Team, led by our Head of Sustainability, seeks to ensure we have the necessary resources and skills in place to fully meet our stewardship obligations, including through regular staff trainings. Jennison also leverages third-party research, industry groups and other relationships for engagements with other investors on an as-needed basis.