

Report on Stewardship and Engagement Policy covering the calendar year 2024

Date: June 16th 2025

This report has been prepared in accordance with Article 1er sexies (1), point 2 of the amended law of 24 May 2011 on the exercise of certain rights of shareholders of listed companies, as modified by the Law of 1 August 2019, implementing Directive (EU) 2017/828 on the encouragement of long-term shareholder engagement (SRD II). It covers the stewardship and engagement activities undertaken by Alpha Patrimoine S.A. on behalf of its clients through discretionary portfolio management mandates.

Our voting principles are outlined in the *Stewardship and Engagement Policy*, available on our website.

1. Implementation of the Engagement Policy

Alpha Patrimoine S.A. has implemented the voting solution provided by Broadridge Financial Solutions, in partnership with Banque de Luxembourg. This platform enables secure, electronic participation in general meetings across various companies, offering a cost-effective and environmentally friendly solution. It also allows us to track and archive our voting decisions electronically, which we view as a more efficient and transparent method compared to traditional processes.

As a result, we choose not to vote at general meetings that are not accessible via this platform. We also refrain from voting through other custodians used by our clients, primarily due to cost considerations. We assess the trade-off between the operational fees involved and the potential impact on portfolio performance.

The Banque de Luxembourg/Broadridge voting service carries a cost that is borne by the portfolios under management. In deciding whether to exercise voting rights, we weigh both the financial cost and the significance of the matters at stake. We are more likely to vote where our holdings represent a meaningful portion of a company's capital or where we wish to express a position on a specific issue. Conversely, we may choose not to vote when the resolutions appear routine or inconsequential.

During the 2024 calendar year, we were eligible to vote at 43 general meetings representing 42 companies via the platform. We exercised our voting rights at 43 of these meetings.

We casted our vote on 765 resolutions, as follows:

- In favour of the resolutions brought at the general meetings in 720 instances (i.e. 94.1%),

- Against the resolutions in 45 instances (i.e. 5.9%).

When proposing resolutions at the general meetings, the management of these companies generally recommends to vote for, against or does not give any recommendation.

On the 765 resolutions on which we casted our vote, we were:

- Following the management's recommendation in 645 instances (i.e. 84.3%),
- Against the recommendation of the management in 102 instances (i.e. 13.3%),
- In 18 instances (i.e. 2.4%) the management had not given a recommendation.

There were 34 cases in which we abstained.

2. Explanation of the most significant votes

Given our size, we define significant votes as those where we cast our vote *against* management recommendations in order to express opposition to specific practices or proposals.

In 2024, these included:

- **Issuance of Shares Without Pre-emptive Rights:** We voted against proposals in 8 general meetings where boards sought broad authorisations to issue new or existing shares without pre-emptive rights. While we understand such flexibility may be beneficial in certain contexts (e.g., M&A transactions), we considered these proposals excessively broad, with the potential to dilute shareholder influence.
- **Executive Compensation Policies:** We voted against 3 compensation-related resolutions, as we found them misaligned with the interests of minority shareholders. In one case, we engaged directly with the company to explain the rationale behind our opposition.
- **Shareholder Proposals Enhancing Governance:** In 3 general meetings, we supported 4 shareholder proposals that the boards opposed. These resolutions included:
 - Reducing the ownership threshold required to call a special meeting
 - Requiring shareholder approval for senior executive severance packages
 - Increasing tax transparency through special reporting

We considered these proposals beneficial for shareholder protection and transparency.

3. Use of proxy advisors

As detailed in our *Stewardship and Engagement Policy*, we consider proxy voting to be an integral part of our fiduciary responsibility. Alpha Patrimoine S.A. uses ProxyEdge, a platform provided by Broadridge, to participate in general meetings and to cast votes in an efficient and traceable manner.

4. Disclosure of Voting Records

Given the size of assets managed by Alpha Patrimoine S.A. and the relative size of our holdings in the invested companies, we do not consider it proportionate or necessary to disclose our voting record on a company-by-company basis.

5. Conflict of interest

Alpha Patrimoine S.A. confirms that no conflicts of interest were identified in relation to its stewardship and engagement activities during the reporting period.