

Rexel UK Pension Scheme

Implementation Statement

Scheme year ended 5 April 2025

This Implementation Statement has been approved by the Trustee of the Rexel UK Pension Scheme ("the Scheme") and sets out the following information over the year to 5 April 2025:

- A summary of how the Trustee's policies, included in their Statement of Investment Principles ("SIP"), have been followed over the year.
- A summary of any changes to the SIP over the period.
- A summary of how the Trustee's policies on exercising rights (including voting rights) and engagement activities have been followed over the year.
- The voting activity undertaken by the Scheme's investment managers on behalf of the Trustee over the year, including information regarding the most significant votes.

This Statement covers both the defined benefit ("DB") and defined contribution ("DC") sections of the Scheme. The Scheme's Additional Voluntary Contributions and the Aviva With Profits policy are not covered by this Statement as they are not considered to be material in the context of the overall Scheme.

Stewardship policy

The Scheme's SIP in force at the time of preparing this Statement describes the Trustee's stewardship policy including the exercise of rights (including voting rights) and engagement activities.

The following changes were made to the stewardship policy over the year:

- Clarification of how and to what extent the stewardship policy applies to the DB section and to the residual DC section assets.

The SIP has been made available online here:

<https://corporate.rexel.co.uk/pensions-report/>

The Trustee has decided not to set stewardship priorities for the DB section of the Scheme at present because the Scheme primarily invests through pooled investment vehicles where, in the majority of cases, the Scheme's asset only represents a small proportion of the capital invested in the funds and the Trustee understands that it is constrained by the policies of the managers. Whilst the Scheme is the sole investor in the Columbia Threadneedle Bespoke Pooled Liability-Driven Investment ("LDI") Fund, the purpose of this Fund and the nature of the assets held means that stewardship priorities are of more limited relevance. In addition, given the Trustee's desire to significantly reduce the Scheme's allocation to return-seeking assets over time, it is felt that this further supports the Trustee's decision not to set stewardship priorities at this time.

However, in line with the policies in the SIP, the Trustee takes managers' approach to climate risk and environmental, social and governance ("ESG") factors into account at manager selection. The Trustee also reviews the stewardship and engagement activities of the managers annually, with the help of their Investment Consultant, via their annual Sustainability Monitoring Report and during the production of the Implementation Statement.

Additionally, given the transfer of the majority of the DC assets to a Master Trust in September 2023, the Trustee has decided not to set stewardship priorities for the DC section at this time.

Summary of how the SIP has been followed over the year

A revised SIP was agreed in October 2024. The key changes to the SIP were to reflect the transition of the DC section to the Master Trust and to reflect the transition to the Bespoke Pooled LDI Fund within the DB section.

In the Trustee's opinion, the SIP has been followed over the year in the following ways:

- The investment strategy for the DB section of the Scheme has been set with regard to the Scheme's investment objectives, taking into account factors including (but not limited to) the level of expected investment return, the level of acceptable risk, the cashflow profile of the Scheme and the selection of appropriate investment managers.
- The Trustee monitors the performance of the DB funds quarterly to ensure that the funds are meeting their stated objectives and that the risk/return characteristics of the funds remain appropriate for the Scheme. The Scheme's Investment Consultant provides quarterly performance reports for the Trustee to review which consider the ongoing suitability of the funds in which the Scheme invests.
- The creditworthiness of the Employer is monitored on a regular basis through reporting provided by Grant Thornton UK LLP.
- There were no new manager appointments over the year, therefore policies which relate to new manager appointments did not apply during the period.
- The majority of the Scheme's DC assets were transferred to the Scottish Widows Master Trust in September 2023. As at 5 April 2025, a small residual amount of assets remained in one of the former Legal & General funds and the Aviva With Profits policy. These holdings have been excluded from this Statement on the grounds of materiality; in particular, noting the holding in the Legal & General Multi-Asset Fund represented less than 0.01% of Scheme assets as at 5 April 2025.
- The Trustee invests the remaining DC members' accumulated contributions appropriately, in the remaining Legal and General Fund.
- Given the very small residual amount of DC assets that remain in the Legal and General Fund, the Trustee deemed it inappropriate to monitor the performance of the Fund on a regular basis.

The Trustee considers the voting and engagement policies set out in the SIP to have been met in the following ways:

- The Scheme invests primarily in pooled funds and, as such, the Trustee delegates responsibility for carrying out voting and engagement activities to the Scheme's managers.
- The Trustee reviewed the stewardship and engagement activities of their managers via their annual "ESG monitoring report", produced in December 2024, which included stewardship activities applicable to the time horizon of the Scheme, including voting and engagement activity, and were satisfied that no remedial action was required at the time.
- As part of ongoing monitoring of the Scheme's managers, the Trustee uses ESG ratings information available within the pensions industry and provided by its Investment Consultant to assess how the Scheme's managers take account of ESG issues.
- Two of the Scheme's managers (Aberdeen and Partners) attended a meeting with the Trustee in September 2024 and they have included a discussion on ESG and sustainability as part of their presentations. No further actions were taken following these discussions.
- Annually the Trustee receives and reviews voting information and engagement policies from the

managers and their Investment Consultant, which it reviews to ensure alignment with its own policies. Based on the information provided, the Trustee is satisfied that the managers' behaviour for this Scheme year is consistent with the Trustee's policies for both financially material and non-financial matters, as set out in the SIP.

The subsequent sections of this Statement set out summaries of the voting behaviour of the managers over the year, including a summary of significant votes, and their engagement activities.

Summary

Based on the information contained within this Statement, the Trustee is comfortable with how the SIP has been followed over the year and believes that the managers have acted in accordance with the Scheme's ESG and stewardship policies. The Trustee is supportive of the key voting action taken by the applicable managers over the period to encourage positive governance changes in the companies in which they hold shares.

Approved by the Trustee of the Rexel UK Pension Scheme

25 September 2025

Voting data

This section provides a summary of the voting activity undertaken by the relevant managers on behalf of the Trustees. The voting data collated for the Scheme is given over the year to 31 March 2025 as this is the nearest quarter-end date to the Scheme's year-end.

There are no voting rights attached to the Columbia Threadneedle Bespoke Pooled LDI Fund or the credit-focused funds in which the Scheme invests (the Barings Global High Yield Credit Strategies Fund, the CVC European Direct Lending Fund, the Insight Buy & Maintain Credit funds and the Janus Henderson Multi-Asset Credit Fund). As such, these funds are not included in the tables below.

Manager	Abrdn	Partners Group
Fund name	Diversified Growth and Income Fund	Partners Fund ^{††}
Structure	Pooled	Pooled
Ability to influence voting behaviour of the manager	The pooled fund structure means that there is limited scope for the Trustee to influence the manager's voting behaviour	
Number of company meetings the manager was eligible to vote at over the year	634	58
Number of resolutions the manager was eligible to vote on over the year	8,587	781
Percentage of resolutions voted on (for which the manager was eligible)	98%	100%
Percentage of resolutions the manager abstained from * †	<1%	1%
Percentage of resolutions voted <i>with</i> management * †	87%	89%
Percentage of resolutions voted <i>against</i> management * †	13%	8%
Proxy voting advisor employed	ISS, with bespoke policy	Glass Lewis, with in-house policy
Percentage of resolutions voted contrary to the recommendation of the proxy advisor	9%	1%

* As a percentage of the resolutions on which the investment manager voted.

† Figures may not sum due to rounding.

Source: Information provided by the investment managers.

^{††} The voting information for the Partners Fund relates to the year to 31 December 2024 and only to the listed equity components of the portfolio (that is, the voting information excludes the private equity components).

Significant votes

At this time, the Trustee has not set stewardship priorities for the Scheme. As such, for this Implementation Statement, the Trustee has asked the managers to determine what they believe to be a "significant vote" and a sample of the most significant of these (determined by size of holding, where available) over the year to 5 April 2025, across each of the relevant funds in which the Scheme invests, is set out below. Partners were unable to provide details which would allow for an assessment of which votes may be most significant and therefore the sample of votes shown has been selected to represent a variety of themes. The Trustee, through its Investment Consultant, has provided feedback to Partners on their reporting in the hope of being able to reflect the most significant votes going forwards.

The Trustee has not communicated voting preferences to their managers over the period, as the Trustee has not set a specific voting policy at this time.

Aberdeen Diversified Growth and Income Fund

	Vote 1	Vote 2	Vote 3
Company name	AstraZeneca PLC	Deere & Company	The Walt Disney Company
Date of vote	11 April 2024	26 February 2025	20 March 2025
Approximate size of Fund's holding as at the date of the vote (as % of portfolio)	0.04%	0.04%	0.04%
Summary of the resolution	Approve remuneration policy	Report on statistical differences in hiring across race and gender	Report on climate risk in retirement plan options
How the manager voted	Against	Against	Against
If the vote was against management, did the manager communicate their intent to the company ahead of the vote?	<i>Data not provided</i>	<i>Data not provided</i>	<i>Data not provided</i>
Rationale for the voting decision	Aberdeen voted against this resolution as they considered the overall 25% increase in potential reward for the CEO was too high.	Aberdeen voted against the resolution as they believed that Deere currently reports sufficient demographic workforce related data in its Business Impact Report for investors to assess the effectiveness of the company's hiring management. They believed that the additional report would be unduly burdensome, therefore a vote against was appropriate.	Aberdeen believed that the original plan offered a range of investment options, which provided employees with the flexibility to be able to invest their retirement savings in a manner that aligns with their preferences. As the retirement plan is also managed by a third-party fiduciary, rather than the board, Aberdeen felt that a vote against was warranted.
Outcome of the vote	<i>Passed</i>	<i>Failed</i>	<i>Failed</i>
Implications of the outcome	<i>Not provided</i>	<i>Not provided</i>	<i>Not provided</i>
Criteria on which the vote is considered "significant"	High profile vote	Shareholder and environmental & social resolutions	Shareholder and environmental & social resolutions

Source: Information provided by Aberdeen.

Partners Group Partners Fund

Partners Group controls the board in the examples of significant votes provided below, hence aspects of the vote characteristics set out below (such as communication of intent to the company, outcome of the vote and date)

are not applicable, whilst the resolution summary and rationale are described by ESG efforts undertaken.

The information for the Partners Fund relates to the year to 31 December 2024.

	Vote 1	Vote 2	Vote 3
Company name	Velvet Care	Confluent Health	atNorth
Date of vote	<i>Not applicable</i>	<i>Not applicable</i>	<i>Not applicable</i>
Approximate size of Fund's holding as at the date of the vote (as % of portfolio)	<i>Not applicable</i>	<i>Not applicable</i>	<i>Not applicable</i>
Summary of the resolution	Establish a robust governance framework	Expand access to healthcare and enhance workforce development programs	Scale sustainable data centre operations
How the manager voted	Board representation	Board representation	Board representation
If the vote was against management, did the manager communicate their intent to the company ahead of the vote?	<i>Not applicable</i>	<i>Not applicable</i>	<i>Not applicable</i>
Rationale for the voting decision	Velvet Care is a direct private equity investment in Partners' portfolio of companies, where they invest directly to obtain control and influence over operations.	Confluent Health is a direct private infrastructure investment in Partners' portfolio of companies, where they invest directly to obtain control and influence over operations.	atNorth is a direct private equity investment in Partners' portfolio of companies, where they invest directly to obtain control and influence over operations.
Outcome of the vote	<i>Not applicable</i>	<i>Not applicable</i>	<i>Not applicable</i>
Implications of the outcome	Velvet Care have begun to align their policies with global best practices, reinforcing commitments to ethical supply chain management and talent retention. The updated governance structure lays the foundation for future expansion while maintaining their strong market position. Partners will continue supporting the company in scaling its workforce development initiatives and deepening sustainability integration across its operations.	Confluent Health have now rolled out standardised patient outcome tracking, which has allowed for better assessment of therapy effectiveness. Additionally, they have expanded their network of clinics to ensure that more communities can benefit from their services. Furthermore, they have also strengthened their partnerships with universities to train the next generation of physical therapists.	atNorth expanded into Finland and Denmark. They have leveraged their strategic locations for low cost, sustainable energy to support rapid growth. Additionally, atNorth submitted its Science Based Targets initiative ("SBTi") application in 2023, reinforcing its commitment to long term carbon reduction in alignment with the Paris Agreement.
Criteria on which the vote is considered "significant"	Size of holding in Fund	Size of holding in Fund	Size of holding in Fund

Source: Information provided by Partners Group.

Engagement data

The managers may engage with their investee companies on behalf of the Trustee. The tables below provide a summary and examples of the engagement activities undertaken by each of the relevant managers during the year to 31 March 2025.

Manager	Aberdeen*	Barings Asset Management	Columbia Threadneedle ("CT")*
Fund name	Diversified Growth and Income Fund	Global High Yield Credit Strategies Fund	Bespoke Pooled LDI Fund
Does the manager perform engagement on behalf of the holdings of the Fund?	Yes	Yes	<i>Not applicable</i>
Has the manager engaged with companies to influence them in relation to ESG factors in the year?	Yes	Yes	Yes
Number of engagements undertaken on behalf of the holdings in the Fund in the year	589	167	<i>Not applicable</i>
Number of engagements undertaken at a firm level in the year	1,868	291	942
Example engagement undertaken within the Fund	Aberdeen did not provide example engagements for the specific Fund. However, at a firm-level, Aberdeen engaged with Anglian Water Services to encourage them to publish a live sewage discharge map, similar to those provided by their industry peers. This engagement was deemed to have been successful when Anglican confirmed that they had released such a map, which provides detailed information on the drainage and wastewater management plans.	Barings engaged with a European food retailer over the period, which was facing legal challenges due to claims that it was paying unequal salaries across roles within its store and warehouse operations. Barings engaged with senior management to request details of exposure and to understand the operational plans to ensure no recurrence. Management have been open to discussions on the topic but they have provided limited disclosure to date, due to uncertainty and the ongoing legal cases. Barings understands that the financial exposure is expected to be limited and remains comfortable holding the investment but have reduced their rating of the issuer until they conclude the open engagement.	CT did not provide example engagements for the specific Fund. However, at a firm-level, CT have provided details of engagements with companies on the issue of incorporating ESG metrics into executive directors' remuneration structure. Their objective is to drive leadership behaviour and intrinsically link material ESG issues with the way management is incentivised to execute business strategy. CT found that the market trend is for companies to use quantifiable ESG targets in several ways in remunerations. Alongside the inclusion of ESG metrics in executive pay, CT found that there has been a large shift in the alignment of executive pensions with that of the workforce. CT expect this trend to continue as increased scrutiny from investors on executive remuneration given the current economic conditions.

Manager	Insight Investment	Janus Henderson Global Investors ("JH")	Partners Group*
Fund name	Maturing Buy & Maintain Credit funds	Multi Asset Credit Fund	Partners Fund
Does the manager perform engagement on behalf of the holdings of the Fund?	Yes	Yes	Yes
Has the manager engaged with companies to influence them in relation to ESG factors in the year?	Yes	Yes	Yes
Number of engagements undertaken on behalf of the holdings in the Fund in the year	2021-2025 Fund: 33 2026-2030 Fund: 125 2031-2035 Fund: 76	47	Data not provided
Number of engagements undertaken at a firm level in the year	939	699	Data not provided
Example engagement undertaken within the Fund	Insight did not provide example engagements for the Maturing Buy & Maintain Credit funds. However, at a firm-level, Insight engaged with Volkswagen ("VW") due to their weak ESG performance. Insight asked VW about how they manage their suppliers operating in high-risk regions. VW highlighted a focus on human rights compliance and awareness that human rights violations are pervasive within its supply chain. Given the concern regarding VW's human rights due diligence practices, Insight retained their restriction in their Responsible Horizons funds. Insight have communicated their view and will continue to monitor for any updates on VW's approach.	JH engaged with Herbalife Ltd ("HLF") regarding their sustainable sourcing initiatives and compliance readiness for the Regulation on Deforestation-free Products in 2025. Incoming regulation requires companies importing certain raw materials, such as soy, beef and cocoa, to prove that their supply chains are not linked to deforestation. Although HLF has significant exposure to soy and cocoa for its products, the company was not able to provide a specific number of products affected by this regulation. However, HLF has started a task force to determine which of its products are subjected to the regulation. JH stated that HLF has made progress in its sustainable sourcing programme since inception in 2022, including the use of the EcoVadis platform which allows the company to monitor suppliers' environmental and social performance. JH met with HLF's ESG team to provide insight into their priorities and their progress towards meeting them. Going forward, JH will continue to monitor the company's progress towards achieving its sustainable sourcing initiatives and compliance readiness.	Partners Group engaged with Exus over the period. Exus is a leading renewable energy asset management firm in which Partners Group has a direct private infrastructure investment. Partners Group worked to expand Exus' operational footprint and enhance ESG compliance across renewable projects. Exus expanded its solar and wind asset portfolio over the period. The company has also improved its predictive maintenance technology, optimising turbine and panel efficiency while reducing downtime.

* Aberdeen, CT and Partners only provide engagement information for complete calendar years and so the information shown above is for the year to 31 December 2024.

CVC have stated that as a credit investor they typically do not hold a controlling stake in the businesses, and do not have the power to have active engagement with the underlying issuers. As such they do not track or report engagement activities for the CVC European Direct Lending Fund III.

Source: Information provided by the respective managers.