

## **UBS Third Party Management Company S.A.**

### **Voting strategy**

The voting rights of shares held in a company by a fund managed by UBS Third Party Management Company S.A. ("the Management Company") are exercised according to some key principles, as detailed below.

The Management Company believes voting rights have economic value and should be treated accordingly.

The Management Company instructs the vote directly or by delegation to the custodian bank or the Investment Manager.

When exercising voting rights, the Management Company generally confines itself to holdings where it represents more than a certain percentage of the issued share capital of the respective company (as defined by the board of directors of the Management Company).

1) For agenda items on the firm's meeting which do not have a long-term impact, the Management Company usually votes according to the proposal made by the board of directors of the management in which the funds have investments into

2) For matters that could have a long-term impact on the interests of investors, the Management Company shall carry out more in-depth investigations to exercise its right by voting in a manner it believes will most favourably impact the economic value of the investments and for the shareholder interest.

Such a long-term impact applies namely in the following instances:

- Takeovers
- Mergers and acquisitions
- Reorganisations
- Changes to articles of association for specific groups of shareholders
- Disposal of business areas
- Changes in equity structure (par value reduction, creation of new capital)
- Exercise of dual mandate as board chairman and CEO
- Senior management compensation (board of directors and executive board); remuneration report

To achieve these objectives, the Management Company has established principles, which are designed to guide the exercise of voting rights and the taking of other appropriate actions, and to support and encourage sound corporate governance practice.