

Proxy Voting Policy

December 2024

Introduction

Quay Global Investors Pty Ltd (**Quay**) is an investment manager that employs an active, index-unaware approach to investing in global listed real estate securities. Our objective is to protect our investors' capital and deliver attractive, long-term inflation-protected returns. To us, responsible investing is a key element in achieving this objective. Details of our overall approach to responsible investing can be found [here](#).

At Quay, we believe proxy voting is a fundamental component of responsible investing. We define proxy voting as a process that enables a shareholder to vote on corporate and shareholder resolutions without physically attending the in-person meeting. As long-term investors we see ourselves and our investors as partners in the underlying businesses represented by our share ownership. We therefore believe proxy voting is important as it provides an opportunity for shareholders to express their opinions and influence the decision-making of companies we invest in. Investors can use proxy voting to express their expectations regarding corporate behaviour and a variety of ESG issues.

Purpose and application of the Policy

This document details the key elements of Quay's Proxy Voting Policy (**Policy**) which applies to all strategies managed by Quay. This Policy should be read in conjunction with Quay's other ESG-related policies.

This Policy also applies to separately managed clients unless there is a different voting policy in place as part of that separate managed agreement, or if Quay receives a specific voting instruction from a separately managed client account for specific resolutions.

This Policy is set by the principals of Quay and will be reviewed annually, or more frequently as updated or required. The Policy applies to all members of the Quay investment team.

Proxy voting philosophy and beliefs

Quay believes proxy voting is an essential part of our active ownership responsibilities. Proxy voting provides us an opportunity to engage with companies and express our views on important matters. It is an effective tool to hold companies accountable as part of the engagement process, as well as to influence their corporate governance practices to drive more ESG-friendly outcomes. In our view, proxy voting can ultimately lead to better outcomes for the company, shareholders and society.

Proxy voting approach

Quay subscribes to and utilises ISS Proxy Voting Services to conduct proxy voting on its behalf. Additionally, ISS provides independent research and advice on individual proxy items, including a default vote recommendation for each ballot.

All members of Quay's investment team are responsible for contributing to proxy voting decisions as part of their stock coverage responsibilities. Quay's principals are responsible for instructing the final voting decision on the ISS proxy voting system prior to the closing date.

The investment team reviews all ballot proposals on an individual basis. The end decision is determined by the team after conducting relevant internal research and discussion, and at times direct discussion with board representatives of our investees. This can result in Quay voting against ISS and/or management recommendations.

For standard voting issues, such as accepting the accounts, we typically vote in line with the ISS recommendation. For special situations such as shareholder resolutions, or contentious items as flagged by the Quay team, a decision is made after internal discussion and may include engagement (written correspondence and/or a meeting) with the company.

When voting on a proposal that is contrary to management recommendations, Quay will seek to inform the company in advance of the vote or as early as practicable.

Quay does not typically abstain from voting a resolution but may do so in circumstances where Quay believes it is in a client's best interest or if a client has instructed Quay to abstain. Quay may also abstain if it has not been able to gather sufficient information to determine whether to vote for or against a resolution.

Proxy voting principles

Quay makes proxy voting decisions that are in the best interests of our clients.

As a general statement, we prefer to vote in the affirmative for resolutions that enhance ESG outcomes, increase transparency and treat all shareholders equally.

Below is a non-exhaustive list of areas that we focus on when considering proxy voting. Under each section we also list what we tend to vote for:

- **Board and/or management appointments**

We prefer voting in the affirmative for proposals that lead to/impact:

- increased board independence
- non-staggered board
- independent audit, risk and remuneration committees
- good management/director track record for new appointees, or re-elections
- increased board and management diversity and skills
- fair executive remuneration that aligns management with shareholder interests
- sensible Audit rotation.

- **Shareholder rights**

We prefer voting in the affirmative for proposals that lead to/impact:

- equality and protection of shareholder rights
- voting rights in line with economic stake
- safeguarding of minority shareholder rights
- single share classes (i.e. avoid issuance of multiple share classes).

- **ESG considerations**

We prefer voting in the affirmative for proposals that lead to/impact:

- improvement in ESG disclosures and overall corporate alignment with ESG
- enhanced ESG outcomes
- enhanced Diversity, Equity, Inclusion and Belonging outcomes in the entity.

Managing conflicts of interest

The Quay investment team considers conflicts of interest as part of its proxy voting process. There may be instances where Quay's interests conflict with or appear to conflict with client interests. A material conflict of interest is present if there is a reasonable perception that it could have the potential to influence Quay's proxy voting decisions contrary to a client's best interest.

If a material conflict of interest is detected, then this is escalated to Quay's principals and BFM's Compliance team to determine the steps required to manage this conflict. Solutions to manage the conflict may include voting in accordance with the recommendations of ISS, refrain from voting, or in the case of separate managed accounts, disclosing the conflict to the client and following their voting instruction.

Voting records and disclosure

Quay will maintain a record of its voting history and disclose a summary of this on its website. Clients may obtain records on how Quay voted on their respective holdings by emailing a request to BFM Client Experience.

Further details of the voting record will be provided to stakeholders on a regular basis as part of ESG stewardship reporting.