



VOTING POLICY

This document sets out the conditions under which J.Chahine Capital intends to exercise the voting rights attached to the stocks held by the UCITS it manages.

It complies with the principle according to which voting must always be exercised in the exclusive interest of the holders of shares of these UCITS.

Aware that good corporate governance practices, taking into account both financial and extra-financial issues and sustainable development (social, environmental,...) increase the value of companies and the trust of shareholders, J.Chahine Capital intends to develop the value of its clients' investments by exercising the rights and duties conferred by the status of shareholder, including the right to actively participate in the general meetings of listed companies held in the funds.

The voting policy and its modifications are subject to approval by the Board of Directors of J.Chahine Capital.

This policy covers successively the following points:

- 1/ the organization of the management company for the exercise of voting rights,
- 2/ the principles determining the cases of exercise of the voting rights
- 3/ the procedures for exercising voting rights
- 4/ the prevention of conflicts of interest.

1 - ORGANIZATION OF THE MANAGEMENT COMPANY FOR THE EXERCISE OF VOTING RIGHTS

The investment team under the supervision of the Chief Investment Officer exercises voting rights. J.Chahine Capital's votes are based on the analysis of the various resolutions carried out by ISS Governance, and more specifically on its SRI voting policy. This service provider has adopted a voting policy that corresponds to international standards.

As the fund managers are the only decision-makers, however, they may deviate from the recommendations of ISS Governance by justifying their decision and providing reasons in the voting rights report prepared by the company.

2 - PRINCIPLES DETERMINING THE EXERCISE OF VOTING RIGHTS

J.Chahine Capital has implemented an active voting strategy at general meetings and participates in the voting at the general meetings of the companies in its portfolios as long as the documents are available in time. The objective is to vote at all the meetings of the companies in the portfolio, regardless of the position held.

3 - TERMS AND CONDITIONS FOR EXERCISING VOTING RIGHTS

J.Chahine Capital will exercise the voting rights attached to the stocks held by the UCITS it manages in the exclusive interest of the holders. Environmental, social and good governance aspects will also be taken into account. J.Chahine Capital will apply an SRI voting policy, based on the ISS Governance analysis. ISS Governance's SRI voting principles are available by following this [link](#).

The quality of the information provided to the shareholders is an essential element for the study of the resolutions.

The main positions adopted by J.Chahine Capital are detailed below for each type of resolution, although the final assessment takes into account the specific situation of each issuer:

A – Decision involving an amendment to the articles of association

J.Chahine Capital is not in favour of:

- issues of shares abandoning the "one share/one vote" principle,
- issues of bonus shares
- anti-takeover bid mechanisms

J.Chahine Capital especially examines:

- the conditions for keeping or not the preferential subscription right,
- transactions reserved for employees and corporate officers.

B – Approval of the accounts and appropriation of the result

J.Chahine Capital is attentive:

- the transparency and quality of accounting information,
- the relevance of accounting changes,
- the dividend pay-out rate in accordance with the company's financial situation and its objectives.

J.Chahine Capital is not in favour of:

- resolutions relating to the approval of accounts which the statutory auditors have not approved or for which they have expressed certain reservations.

C – Nomination and dismissal of corporate bodies

J.Chahine Capital ensures:

- that the directors are nominated in accordance with usual practice and meet the eligibility requirements in terms of competence and experience,
- that the fixed and variable remuneration of corporate officers is explicitly disclosed and that the overall amount is in line with market standards and the company's long-term strategy and performance,
- that severance payments and pension commitments for corporate officers are in line with good governance practice.

D – Regulated agreements

J.Chahine Capital ensures that the regulated agreements submitted to a vote:

- are presented in a sufficiently explicit way,
- that they are signed in the interest of all shareholders,
- and that they are fair to the interests of the shareholders.

E – Share issue and share redemption program

J.Chahine Capital is opposed to anti-takeover bid mechanisms.

F – Designation of the statutory auditors

J.Chahine Capital ensures that the statutory auditors are nominated in accordance with standard practice and that they meet the conditions of independence.

G – Responsible Investment

As a responsible actor, J.Chahine Capital has put in place various exclusions to limit the negative effects of its investments. Therefore, J.Chahine Capital will be attentive to the consideration of sustainable development, social and good governance issues by the companies in which it is a shareholder. The company will apply an SRI voting policy. To do so, it will rely on the analyses of the provider ISS Governance as part of the SRI policy of ISS Governance. J.Chahine Capital therefore follows the recommendations of the SRI policy of ISS Governance¹ whose guidelines are in line with its responsible investment policy.

ISS Governance's SRI policy takes into account climate change issues. Indeed, for companies that are significant emitters of greenhouse gases (GHGs), through their activities or their value chain, J.Chahine Capital is following ISS Governance's recommendation to generally vote against the chair of the board of directors or responsible director(s), or whatever is appropriate, in cases where Social Consulting Services determines that the company is not taking the minimum measures necessary to understand, assess, and mitigate the risks of climate change for the company and the economy as a whole².

ISS Governance's SRI policy is in line with the extra-financial objectives of the "Digital Stars Eurozone" SRI fund. Indeed, the extra-financial objective of this fund is to limit the impact of investments in terms of environmental, social and governance issues and ISS Governance has put in place specific guidelines to encourage environmental and social proposals.

One of the environmental and social guidelines of ISS Governance's SRI policy is to generally vote in favour of social and environmental proposals that promote corporate citizenship while improving long-term shareholder and stakeholder value³. The latter is in line with one of the extra-financial objectives (mentioned above) of the "Digital Stars Eurozone" SRI fund.

Access to data through the disclosure of ESG indicators is important to J.Chahine Capital, as a quantitative manager. ISS Governance's SRI policy takes this into account through the following guideline: generally vote for social and environmental shareholder proposals that call for greater disclosure on topics such as human and labour rights, workplace safety, environmental practices and climate change risks, sustainable business practices, etc.⁴

H – Any other kind of resolution

Resolutions are reviewed on a case-by-case basis according to the information provided by the issuer's board of directors.

J.Chahine Capital maintains the right to change a voting policy as defined above in its discretion to avoid making a decision whose effect would be manifestly contrary to the interests of the holders.

4 - PREVENTION OF CONFLICTS OF INTEREST

J.Chahine Capital will apply the voting policy defined above regardless of any business, capital or relationship ties that may exist between it and/or its employees and the company concerned.

¹Detailed guidelines for ISS Governance's SRI voting policy are available here: <https://www.issgovernance.com/file/policy/active/specialty/SRI-International-Voting-Guidelines.pdf>

²The full list of ISS governance guidelines under its SRI policy is available here: <https://www.issgovernance.com/file/policy/active/specialty/SRI-International-Voting-Guidelines.pdf>

³The full list of ISS governance guidelines under its SRI policy is available here: <https://www.issgovernance.com/file/policy/active/specialty/SRI-International-Voting-Guidelines.pdf>

⁴The full list of ISS governance guidelines under its SRI policy is available here: <https://www.issgovernance.com/file/policy/active/specialty/SRI-International-Voting-Guidelines.pdf>