ANNUAL IMPLEMENTATION STATEMENT (FORMING PART OF THE TRUSTEE'S REPORT)

Section 1

Introduction

This statement sets out how, and the extent to which, the Statement of Investment Principles ("SIP") produced by the Trustees has been followed during the year from 1st April 2023 to 31st March 2024 (the "Plan Year"). This statement has been produced in accordance with the Occupational Pension Schemes (Investment and Disclosure) (Amendment and Modification) Regulations 2018, the subsequent amendment in The Occupational Pension Schemes (Investment and Disclosure) (Amendment) Regulations 2019 and the statutory guidance on reporting on stewardship in the implementation statement dated 17 June 2022.

The statement is based on, and should be read in conjunction with, the relevant versions of the SIP that were in place for the Plan Year, which were dated August 2020 and September 2023 (noting the review for the 2023 SIP was undertaken within the required triennial period and completed in September 2023).

Section 2 of this statement sets out how, and the extent to which, the policies in the Defined Benefit ("DB") Section and Defined Contribution ("DC") Section of the SIP have been followed. **The Trustees can confirm that all policies in the SIP have been followed in the Plan Year.**

A copy of the latest SIP is available at: https://uk.gigroup.com/wp-content/uploads/sites/20/2024/08/Kelly-Services-UK-Limited-Benefits-Plan-Statement-of-Investment-Principles-September-2023.pdf.

Sections 3 and 4 include information on the engagement and key voting activities of the underlying investment managers within each Section of the Plan.

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

Section 2

Statement of Investment Principles

Investment Objectives of the Plan

The Trustees believe it is important to consider the policies in place in the context of the objectives they have set.

DB Section

The objectives for the **DB Section** of the Plan specified in the SIP are as follows:

Achieve and maintain a funding level of 100% on an on-going basis without taking unacceptable risk.

To achieve an overall rate of return that is sufficient to ensure that assets are available to meet all liabilities as and when they fall due.

To maximise the return on the assets at an acceptable level of risk (taking the circumstances of the Plan's funding position and the Sponsoring Employer's covenant into consideration).

To ensure the assets are liquid enough to meet the liabilities when required.

DC Section

For the **DC Section** of the Plan, the Trustees are mindful of their responsibility to provide members with an appropriate range of investments funds and a suitable default strategy.

The long-term objective of the Trustees is to provide members with the opportunity to invest towards an income in retirement that is both adequate and sustainable for their circumstances.

Review of the SIP

During the year, the Trustees reviewed and amended the Plan's SIP, taking formal advice from its Investment Consultant (Mercer Limited ("Mercer")). The changes made included amendments to the Investment Objectives of both the DB and DC Sections, Investment Responsibilities, Risk section (including

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

Environmental, Social and Governance ("ESG") risk), the inclusion of stewardship priorities identified by the Trustees and an illiquidity policy for the Plan's DC default investment option. The revised SIP was approved on 28 September 2023.

Assessment of how the policies in the SIP have been followed for the Plan Year

The information provided in this section highlights the work undertaken by the Trustees during the year, and longer term where relevant, and sets out how this work followed the Trustees' policies in the SIP (dated September 2023), relating to the Plan as a whole.

In summary, it is the Trustees' view that the policies in the SIP have been followed during the Plan Year.

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED

INVESTMENT MANDATES

Securing compliance with the legal requirements about choosing investments

Policy

Trustees are required to prepare and review regularly a Statement of Investment Principles (“SIP”), dealing with certain specific matters, to comply with the requirements of the Pension Act 1995 and the Occupational Pension Schemes (Investment) Regulations 2005 (the “Regulations”) as amended.

In preparing the SIP, the Trustees have obtained and considered written advice from a suitably qualified individual, employed by their investment consultants, Mercer Limited, whom they believe to have a degree of knowledge and experience that is appropriate for the management of their investments; and consulted with the Sponsoring Employer, although they affirm that no aspect of their strategy is restricted by any requirement to obtain the consent of the Sponsoring Employer, to ascertain whether there are any material issues which the Trustees should be aware of in agreeing the Plan’s investment arrangements.

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

DB & DC Section

How has this policy been met over the Plan Year?

The Trustees last received formal Section 36 advice from their Investment Consultant on 27 September 2018 regarding the changes to the DB strategy and DC default investment option. The last formal triennial investment strategy review for the Plan took place in August 2023. Following the Plan Year end, the Trustees approved the changes, which will be implemented in accordance with the formal written advice outlined in Section 36 of the Pensions Act. The next formal triennial investment strategy review is due to take place in August 2026.

For the DB Section the Trustees made no changes to its appointed investment managers over the Plan Year. Following the completion of the next Actuarial Valuation as at 31 March 2024, the Trustees will be looking to review the DB Section's strategy to see if it remains appropriate or if any changes are required to be implemented.

The Trustees' Statement of Investment Principles was last reviewed in September 2023.

Realisation of Investments

Policy

The Trustees' policy is found on SIP Section 6.

The funds are daily-dealt pooled investment arrangements, with assets mainly invested in regulated markets, and therefore should be realisable at short notice, based on either Trustees' or member demand. The selection, retention and realisation of investments within the pooled arrangements are the responsibility of the relevant investment manager.

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

DB & DC Section

How has this policy been met over the Plan Year?

All the funds used by both the DB and DC Sections of the Plan continue to be daily dealt pooled investment vehicles with assets mainly invested in regulated markets. The Trustees are therefore confident that these assets can be realised at short notice as required and no known issues surrounding the liquidity of the Plan's investments arose over the Plan Year.

The Trustees have a service level agreement ("SLA") in place with the Plan administrator which covers the accuracy and timeliness of all core transactions and receive regular reports to monitor the performance against those service levels. These quarterly reports are discussed during Trustees' meetings.

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

Environmental, Social and Governance

Financial and non-financial considerations and how those considerations are taken into account in the selection, retention and realisation of investments

Policy

The Trustees believe that ESG issues may have a material impact on investment risk and return outcomes, thereby affecting the performance of investment portfolios and should therefore be considered as part of the Plan's investment process.

The Trustees have delegated responsibility for the selection, retention and realisation of investments to the investment managers. The Trustees' policy is that the extent to which ESG factors, including climate change considerations, and exercising voting rights and stewardship obligations attached to the investments, are taken into account in these decisions is left to the discretion of the investment managers. However, the investment managers who are registered with the FCA are expected to act in accordance with their own corporate governance policies and current best practice, as well as comply with the UK Corporate Governance Code and UK Stewardship Code, including public disclosure of compliance via an external website.

DB & DC Section
How has this policy been met over the Plan Year? The majority of funds within the Plan have been assigned an ESG rating by Mercer. For the Plan Year, the ESG ratings were reviewed as part of the triennial DC investment strategy review presented in August 2023. In this review, the ESG rating was specifically considered for any potential fund additions. This reflects the extent to which ESG is integrated into investment decision-making. The SIP includes the Trustees' policy on ESG factors, Stewardship and Climate Change. This policy sets out the Trustees' beliefs on ESG and climate change and the processes followed by the Trustees in relation to voting rights and stewardship. The Trustees keep their policies under regular review with the SIP subject to review at least triennially. The last SIP review was completed in September 2023. Member views on non-financial matters are not taken into account in the selection, retention and realisation of investments. Nevertheless, the Trustees believe that they have a good understanding of membership demographics, behaviours and preferences and strive to provide a fund range that meets both financial and non-financially relevant member needs.

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

Voting and Engagement Disclosures

The exercise of the rights (including voting rights) attaching to the investments and undertaking engagement activities in respect of the investments (including the methods by which, and the circumstances under which, the Trustees would monitor and engage with relevant persons about relevant matters).

Policy

The Trustees have delegated responsibility for the selection, retention and realisation of investments to the investment managers. The Trustees' policy is that the extent to which ESG factors, including climate change considerations, and exercising voting rights and stewardship obligations attached to the investments, are taken into account in these decisions is left to the discretion of the investment managers. However, the investment managers who are registered with the FCA are expected to act in accordance with their own corporate governance policies and current best practice, as well as comply with the UK Corporate Governance Code and UK Stewardship Code, including public disclosure of compliance via an external website. In practice, as the Trustees invest through an investment platform provided by Mobius Life, any voting rights would be exercised by Mobius Life.

Further details are set out in Section 7 of the SIP, which applies to the DB and DC Sections of the Plan.

DB and DC

How has this policy been met over the Plan Year?

Following the DWP's consultation response and outcome regarding Implementation Statements on 17 June 2022, updated guidance was produced which is effective for all scheme year ends on or after 1 October 2022.

The updated Guidance requires trustees to include a description of what they believe to be a significant vote within the Implementation Statement. During their 23 August 2023 meeting, the Trustees agreed that their key stewardship priorities, for the purposes of assessing the most significant votes, were as follows:

- **Environmental:** Climate change: low-carbon transition and physical damages resilience; pollution & natural resource degradation;
- **Social:** Human rights: modern slavery, pay & safety in workforce and supply chains, abuses in conflict zones;
- **Governance:** Diversity, Equity and Inclusion (DEI) - inclusive & diverse decision making

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

DB and DC

The Trustees review the investment managers' policies and engagement activities (where applicable) on an annual basis and did so during the Plan Year.

The Trustees do not use the direct services of a proxy voter. Investment managers may retain proxy voting services for the physical exercise of voting rights and for supporting voting research.

The Plan does not have a stock lending programme in place. Any activity related to stock lending and its interaction with voting would be at discretion of the specific investment manager.

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

Monitoring the Investment Managers

Incentivising asset managers to align their investment strategies and decisions with the Trustees' policies

Policy

The Trustees will only invest in pooled investment vehicles through the Mobius platform. Therefore, the Trustees accept that they cannot specify the risk profile and return targets of the managers, but the pooled funds are chosen with appropriate characteristics to align with the overall investment strategy.

DB & DC Section

How has this policy been met over the Plan Year?

The Trustees receive quarterly monitoring reports on the performance of the underlying investment managers from its platform provider, which presents performance information over 3 months, 1 year and 3 years per annum, on a net of fees basis including benchmark returns.

The Trustees are responsible for assessing the quality of the performance and processes of the investment managers by means of regular reviews of investment returns and other relevant information, in consultation with the Investment Consultant. Throughout the year, the Trustees remained satisfied overall with the existing arrangements with their appointed investment managers.

The current range of investment managers are aware that their continued appointment is dependent on them meeting these performance targets.

Evaluation of asset managers' performance and remuneration for asset management services

Policy

In conjunction with advice and information from their Investment Consultant, the Trustees have the role of replacing the underlying investment managers where appropriate. The Trustees take a long-term view when assessing whether to replace the underlying investment managers, and such decisions will not be made based solely on short-term performance concerns. Instead, changes can be driven by a significant downgrade of the investment manager by

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

Mercer's Manager Research Team. This, in turn, would be due to a significant reduction in Mercer's confidence that the investment manager will be able to perform in line with their fund's mandate over the long term.

DB & DC Section
How has this policy been met over the Plan Year? The Trustees have considered the long-term investment performance of the investment managers on a quarterly basis, through performance reports and discussions during Trustees meetings, as well as their Investment Consultant's views of the investment manager, and are comfortable that the longer term performance and forward-looking capabilities remain suitable. The remuneration for investment managers used by the Plan is based on assets under management; the levels of these fees are reviewed annually as part of the annual Value for Members assessment (for the DC Section). The last assessment was undertaken in August 2024. This assessment aims to ensure the funds offered continue to represent value for members. The Trustees are satisfied that the investment fund managers' short-term performance will not impact long-term goals. In particular, as at 31 March 2024, none of the funds have performance fees in place, which could encourage managers to make short term investment decisions to hit their short-term profit targets at the expense of longer term performance.

Monitoring portfolio turnover costs

Policy

The Trustees consider portfolio turnover costs as part of the annual value for members' assessment. The Trustees are also aware of the requirement to define and monitor targeted portfolio turnover and turnover range.

Given that the Plan invests in a range of pooled funds, many of which invest across a wide range of asset classes, the Trustees do not have an overall portfolio turnover target for the Plan. The Trustees are satisfied that it is not appropriate to have an overall portfolio turnover target for the Plan.

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

DB	DC
How has this policy been met over the Plan Year?	**How has this policy been met over the Plan Year?**
As noted in the SIP, the Trustees do not explicitly monitor portfolio turnover costs with respect to the DB Section of the Plan. Investment manager performance was reported and evaluated net of all fees and transaction costs (costs incurred as a result of buying and/or selling assets).	Over the Plan year to 31 March 2024, the Trustees considered the transaction costs as part of their annual Chair's Statement and Value for Members Assessment. Following the completion of the Value for Members Assessment in August 2024, the Trustees view the Plan's costs and charges as being expensive versus the comparator arrangements, albeit over the Plan year the higher risk default phase investment strategy has produced higher returns. It was noted there is an administrative/consulting fee applied of 0.495% for all funds. These fees are being considered by the Trustees. Currently, the Trustees concluded that better value for members from a costs and charges perspective will likely be available through a larger, multi-employer DC arrangement, noting that the presence of a DB underpin presents significant additional challenges for undertaking such a move in practice. Following the Plan Year end, the Trustees have initiated a review of fees. The Trustees note the challenge in assessing these costs due to the lack of industry-wide benchmarks for transaction costs. Therefore, Trustees engage with their investment managers to obtain detailed information on transaction costs associated with their investment strategies.

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

The duration of the arrangements with asset managers

Policy

The Trustees are long term investors and do not look to change the investment arrangements on a frequent basis. All the funds are open-ended with no set end date for the arrangement. The DC Section's fund range and default investment strategy are reviewed on at least a triennial basis. A manager's appointment may be terminated if it is no longer considered to be optimal nor have a place in the default investment strategy or general fund range.

DB & DC Section
How has this policy been met over the Plan Year? The investment performance of all funds is reviewed by the Trustees on a quarterly basis during the Trustees meetings; this includes how each investment fund manager is delivering against their specific targets. No manager appointments were terminated over the Plan Year.

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ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

Strategic Asset Allocation

Kinds of investments to be held, the balance between different kinds of investments and expected return on investments

DB	DC
Policy	**Policy**
The Trustees' policy on the kind of investments to be held and the balance between different kinds of investments can be found under Section 5 (Implementation) of the SIP.	The Trustees wish to give members a reasonable degree of freedom over the investment policy of their accounts. DC Members who have a GMP Underpin are not able to self-select; they are invested in the default strategy. Asset classes include equities, bonds and money market instruments. All of the funds which the Plan invests in are pooled and unitized. The Trustees have explicitly considered the trade-off between risk and expected returns when establishing the balance between different kinds of investments. When self-selecting, the balance between funds and asset classes is the member's decision. This balance will determine the expected return on a member's assets and should be related to the member's own risk appetite and tolerance. Members can switch between funds by changing their investment instructions.
How has this policy been met over the Plan Year?	**How has this policy been met over the Plan Year?**
There were no changes in the investment strategy during the Plan Year.	No changes were made to the investment strategy over the Plan Year.

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

DB	DC
	The most recent formal triennial investment strategy review for the Plan was presented in August 2023. Management style and asset allocations were reviewed as part of this exercise. A number of changes are being considered by the Trustees as a result of this review. After the Plan Year end, the Trustees approved the following changes to be implemented: - Update the equity allocation to improve the risk-adjusted return profile (without materially changing the overall levels of risk / expected returns) by reducing the UK "home bias" and introducing a balanced approach to currency risk management by replacing the current BlackRock (50:50) Global Equity Index Fund with a blended Equity fund alternative. - Update the at-retirement allocation to better match the GMP-related liabilities. The next formal triennial investment strategy review, which will review the default investment option, any technical defaults and the self-select fund range, is due to take place in August 2026.

Risks, including the ways in which risk are to be measured and managed

DB	DC
Policy	**Policy**
The Trustees recognise risk (both investment and operational) from a number of perspectives in relation to the DB section of the Plan. Should there be a material change in the Plan's circumstances, the Trustees will review whether and to what extent the investment arrangements should be altered, in particular whether the current risk profile remains appropriate.	The Trustees recognise that in a defined contribution arrangement, members assume the investment risks themselves. The Trustees further recognise that members are exposed to different types of risk at different stages of their working lifetimes. The main types of investment risks are included on SIP Section 6.

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

DB	DC
Should there be a material change in the Plan's circumstances, the Trustees will review whether and to what extent the investment arrangements should be altered, in particular whether the current risk profile remains appropriate.	
How has this policy been met over the Plan Year?	**How has this policy been met over the Plan Year?**
As detailed in Section 6 of the SIP, the Trustees consider both quantitative and qualitative measures for these risks when deciding investment policies, the choice of fund managers / funds / asset classes. The Trustees maintain a risk register of the key risks, including the investment risks. The Trustees also received updates from its Investment Consultant on developments concerning the Plan's DB investment managers as required.	As detailed in Section 6 of the SIP, the Trustees consider both quantitative and qualitative measures of risks as well as how best to manage the various risks facing DC members. The Plan maintains a risk register of the key risks, including consideration of investment market risks along with performance and concentration. The risk register was last reviewed during the 23 August 2023 meeting. During the 28 March 2024 meeting, it was noted it will be reviewed during the next meeting. During the Plan Year, the Trustees also received updates from the Investment Consultant on developments concerning the investment managers.

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

Section 3

Engagement Activity by the Plan's Equity Investment Managers

The following are examples of engagement activity undertaken by the Plan's investment managers.

DB & DC Section

The undertaking of engagement activities in respect of investments is also delegated to investment managers.

Over the Plan Year, the Trustees did not directly carry out any engagement activities with investment managers or underlying investee companies.

Fund	Number of engagements undertaken at a firm level in the year	Split between E, S and G of engagements	% of engagements pertaining to climate issues	% of engagements pertaining to Board Diversity	Key Themes for Engagement, as applicable
BlackRock Corporate Bond Index Fund Over 15 Years	56 company engagements	E = 39%; S = 46%; G = 95%	Climate Risk Management: 38%, Biodiversity: 5% and Other company impacts on the environment: 16%	Board Composition & Effectiveness: 39%, Board Gender Diversity: 2%	Biodiversity; Climate Risk Management; Land Use/Deforestation; Environmental Impact Management; Operational Sustainability; Other company impacts on the environment; Water

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

Fund	Number of engagements undertaken at a firm level in the year	Split between E, S and G of engagements	% of engagements pertaining to climate issues	% of engagements pertaining to Board Diversity	Key Themes for Engagement, as applicable
BlackRock World (ex UK) Equity Index	1,518 company engagements	E = 40%; S = 44%; G = 93%	Climate Risk Management: 37%, Biodiversity: 4%, Land Use/Deforestation: 1%, Other company impacts on the environment: 7%, Water and Waste: 4%	Board Composition & Effectiveness: 45%, Board Gender Diversity: 8%	and Waste; Business Ethics and Integrity; Community relations; Diversity and Inclusion, Health and Safety; Human Capital Management; Indigenous Peoples Rights, Other Human Capital Management issues; Other company impacts on people/human rights; Privacy and Data Security; Social Risks and Opportunities; Supply Chain Labour Management; Board Composition & Effectiveness; Board Gender Diversity; Business Oversight/Risk Management; Corporate Strategy; Executive Management; Governance Structure; Other; Remuneration; Sustainability Reporting
BlackRock (40:60) Global Equity	1,901 company engagements	E = 38%; S = 42%; G = 93%	Climate Risk Management: 35%, Biodiversity: 4%, Land Use/Deforestation: 1%, Other company impacts on the environment: 7%, Water and Waste: 4%	Board Composition & Effectiveness: 44%, Board Gender Diversity: 9%	
BlackRock (50:50) Global Equity	1,855 company engagements	E = 38%; S = 42%; G = 93%	Climate Risk Management: 35%, Biodiversity: 4%, Land Use/Deforestation: 1%, Other company impacts on the environment: 6%, Water and Waste: 4%	Board Composition & Effectiveness: 45%, Board Gender Diversity: 9%	
BlackRock UK Equity	795 company engagements	E = 37%; S = 36%; G = 93%	Climate Risk Management: 35%, Biodiversity: 4%, Land Use/Deforestation: 1%, Other company impacts on the environment: 7%, Water and Waste: 4%	Board Composition & Effectiveness: 43%, Board Gender Diversity: 8%	

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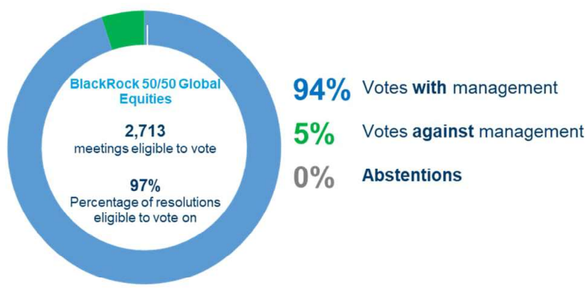
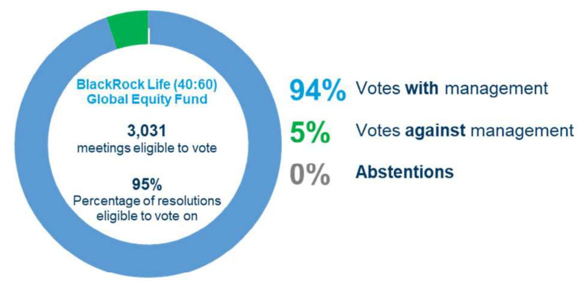
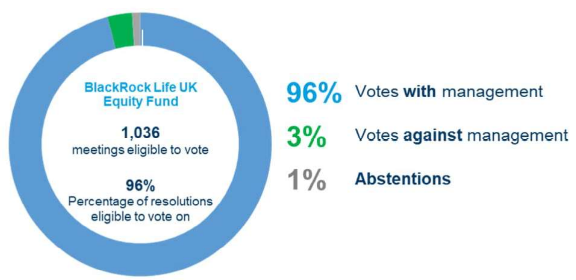
Section 4

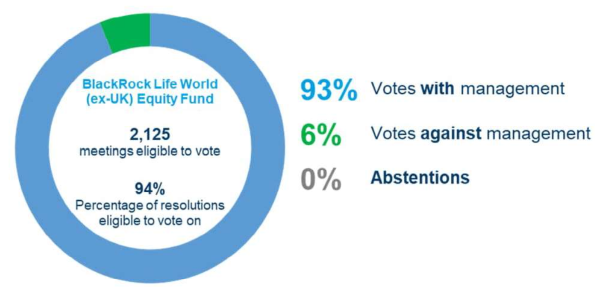
Voting Activity during the Plan year

Set out below is a summary of voting activity for this reporting period relating to the relevant strategies in both Sections of the Plan. Given DB and DC are invested alongside each other in the same funds the voting information below is applicable to both Sections of the Plan. Funds where voting is not applicable (i.e. non-equity funds) are not included in the list below. The DB and DC investments are managed by BlackRock via the Mobius Platform.









Source: BlackRock as at 31 March 2024.

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

Most significant votes

A "Significant Vote" is defined, by the Trustees as one that relates to the following stewardship priorities:

- **Environmental:** Climate change: low-carbon transition and physical damages resilience; pollution & natural resource degradation;
- **Social:** Human rights: modern slavery, pay & safety in workforce and supply chains, abuses in conflict zones;
- **Governance:** Diversity, Equity and Inclusion (DEI) - inclusive & diverse decision making

The Trustees are required to report on all votes they believe are the 'most significant'. The most significant votes, detailed below, are determined by the Trustees as those that relate to the stewardship priorities mentioned above and assigned to securities comprising more than 1% of the portfolio.

✗ Resolution not passed ✓ Resolution passed

Fund	Portion of the fund (%)	Company	Date of vote	Resolution	How the Manager voted	Rationale of Manager vote	Final outcome following the vote	Engagement Priority criteria for assessing as significant
BlackRock World (ex UK) Equity Index Fund	2.77*	Amazon.com, Inc.	24 May 2023	Report on Efforts to Reduce Plastic Use	Against***	The company already provides sufficient disclosure and/or reporting regarding this issue or is already enhancing its relevant disclosures.	✗	Environmental (Climate Change)
BlackRock (40:60) Global Equity	1.36*	Glencore Plc	26 May 2023	Approve 2022 Climate Report	Against***	BlackRock believe this proposal is not in the best interest of shareholders.	✓	Environmental (Climate Change)
				Resolution in Respect of the Next Climate	Against***	Proposal is not in shareholders' best interests.	✗	Environmental (Climate Change)

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

Fund	Portion of the fund (%)	Company	Date of vote	Resolution	How the Manager voted	Rationale of Manager vote	Final outcome following the vote	Engagement Priority criteria for assessing as significant
				Action Transition Plan				
BlackRock (50:50) Global Equity	3.77*	Shell Plc	23 May 2023	Approve the Shell Energy Transition Progress	For	BlackRock supported this management proposal in recognition of the delivery to date against the company's Energy Transition Strategy. On BlackRock's view, Shell's reporting and approach are aligned with their clients' long-term financial interests.	✓	Environmental (Climate Change)
BlackRock UK Equity Fund	7.23**	Shell Plc	23 May 2023	Request Shell to Align its Existing 2030 Reduction Target Covering the Greenhouse Gas (GHG) Emissions of the Use of its Energy Products (Scope 3) with the Goal of the Paris Climate Agreement	Against***	The request is either not clearly defined, too prescriptive, not in the purview of shareholders, or unduly constraining on the company.	✗	Environmental (Climate Change)

Source: BlackRock as at 31 March 2024
* Size is estimated as it was not provided by the fund manager by the time of writing this report. Calculations are based upon the underlying funds' constituents as at 30 June 2024.
**Size is estimated as it was not provided by the fund manager by the time of writing this report. Calculations are based upon the underlying funds' benchmarks constituent's allocation as at 31 March 2024.

ANNUAL IMPLEMENTATION STATEMENT (CONTINUED)

***BlackRock endeavor to communicate to companies when they intend to vote against management, either before or just after casting votes in advance of the shareholder meeting. BlackRock publish its voting guidelines to help clients and companies understand their thinking on key governance matters that are commonly put to a shareholder vote. They are the benchmark against which they assess a company's approach to corporate governance and the items on the agenda to be voted on at the shareholder meeting. BlackRock apply its guidelines pragmatically, taking into account a company's unique circumstances where relevant. BlackRock's voting decisions reflect their analysis of company disclosures, third party research and, where relevant, insights from recent and past company engagement and their active investment colleagues.

Implications outcomes (e.g. were there any lessons learned and what likely future steps will you take in response to the outcome?)

BlackRock's approach to corporate governance and stewardship is explained on their Global Principles. BlackRock's Global Principles describe their philosophy on stewardship, including how they monitor and engage with companies. These high-level principles are the framework for their more detailed, market-specific voting guidelines. BlackRock do not see engagement as one conversation. BlackRock have ongoing direct dialogue with companies to explain their views and how they evaluate their actions on relevant ESG issues over time. Where BlackRock have concerns that are not addressed by these conversations, they may vote against management for their action or inaction. Where concerns are raised either through voting or during engagement, they monitor developments and assess whether the company has addressed their concerns.