

EXERCISE OF VOTING RIGHTS

Pursuant to Directive (EU) 2017/828 of the European Parliament and of the Council of 17 May 2017 (“SRD II”) and Chapter 1 ter of the Law of 24 May 2011 as amended by law of 1 of August 2019, NEAM is required to develop a shareholder engagement policy indicating the following elements on a “comply or explain” basis:

- i. The monitoring of investee companies on relevant matters, including strategy, financial and non-financial performance and risk, capital structure, social and environmental impact and corporate governance;
- ii. How it conducts dialogues with investee companies;
- iii. How it exercises voting rights and other rights attached to shares;
- iv. How it cooperates with other shareholders;
- v. How it communicate with relevant stakeholders of the investee companies;
- vi. How it manages actual and potential conflicts of interests in relation to its engagement.

Moreover, in accordance with Art. 1sexies. (1) 2. of the Law of 24 May 2011, NEAM shall publicly disclose on an annual basis how its policy has been implemented, including a general description of voting behavior, votes casted, and an explanation of the most significant votes and the use of proxy advisors.

NEAM effectively adopted a voting rights policy compliant with the applicable legislative and regulatory requirements. However, NEAM has expressly delegated its appointed investment managers of the relevant NEF sub-funds to vote at their complete discretion provided that they are able to comply with the applicable laws and regulations and bearing the costs of it. Hence, as long as the investment management function is completely delegated, the obligations of NEAM in this regard are limited to the oversight of its delegates.