BOSTON COMMON ASSET MANAGEMENT

Engagement and Advocacy Policy

A disciplined framework for company dialogue, shareholder action, and market advocacy

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Policy owner	BCAM Management Committee
Program leads	Lauren Compere and Amy Orr
Scope	Public-equity company engagement and related advocacy
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Review cycle	At least annually

Engagement and advocacy are investment activities. BCAM uses them selectively where informed dialogue, shareholder action, or participation in market policy may improve investment understanding, strengthen corporate decision-making, protect shareholder rights, or address a material risk to portfolio value.

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Policy design: This document governs how BCAM selects, approves, conducts, and reports engagement and advocacy. Current thematic priorities, organization memberships, campaign descriptions, annual statistics, and case studies belong in the approved annual plan and Stewardship Report rather than in this standing policy.

1. Purpose and Relationship to the Stewardship Policy

Boston Common Asset Management (BCAM) is an active public-equity investment manager. This Engagement and Advocacy Policy is a companion to BCAM's Stewardship Policy. The Stewardship Policy establishes the firm's overall approach to active ownership and the exercise of shareholder rights. This Policy provides the more specific framework for company engagement and for advocacy undertaken through shareholder proposals, collaborative initiatives, investor communications, and selective participation in public policy or market standards.

BCAM undertakes engagement and advocacy to support its responsibilities as an investment manager. The objective is not to pursue a general political or social agenda. The objective is to improve investment understanding, encourage sound governance and business practices, protect shareholder rights, and address material risks or opportunities that may affect the long-term value of portfolio companies or the functioning of capital markets.

Engagement and advocacy do not assure that a company, regulator, or market participant will adopt BCAM's position, and they do not guarantee a particular investment result. BCAM should describe its role and results with appropriate care.

2. Scope

This Policy applies to engagement and advocacy relating to BCAM's public-equity investments and to market or policy matters with a clear connection to public-equity ownership, shareholder rights, capital-market integrity, decision-useful information, or material portfolio risk.

The Policy applies to activities conducted by BCAM personnel, activities conducted through a collaborative initiative in BCAM's name, and external statements that present a position as BCAM's position. Client- or fund-specific requirements control where they differ from this Policy.

Proxy voting is governed principally by BCAM's Stewardship Policy and Proxy Voting Guidelines. Voting may, however, be used as an engagement or escalation tool and is therefore referenced in this Policy.

3. Definitions

3.1 Engagement

Engagement is purposeful dialogue with a portfolio company or its representatives intended to obtain investment-relevant information, test an investment thesis, understand management or board decision-making, or encourage a response to a material business, governance, environmental, social, technological, or regulatory issue.

A routine research meeting is not necessarily a formal engagement. BCAM should describe an interaction as a priority engagement when it has a documented investment rationale, a defined objective or question, and an expectation of follow-up or evaluation.

3.2 Advocacy

Advocacy is a deliberate effort beyond ordinary company dialogue to influence corporate practice, shareholder rights, market standards, or public policy. Advocacy may include shareholder proposals, investor letters, public statements, collaborative campaigns, regulatory comments, testimony, or participation in standard-setting processes.

Advocacy is not partisan political activity. BCAM should undertake advocacy only when it has a clear investment or client-mandate rationale, is consistent with the firm's role as an asset manager and is approved under this Policy.

3.3 Activity, output, and outcome

An activity is an action taken by BCAM, such as a meeting, letter, or proposal. An output is a response or commitment, such as a board discussion, new disclosure, or announced policy. An outcome is demonstrated implementation or a change in business practice, governance, risk management, or investment understanding. These categories should not be presented as equivalent.

4. Principles

4.1 Investment relevance

Every material engagement or advocacy activity should have an identifiable connection to the investment case, a portfolio-level risk or opportunity, shareholder rights, capital-market integrity, decision-useful information, or an express client mandate.

4.2 Materiality and proportionality

BCAM should concentrate resources on matters that could reasonably affect cash flows, growth, margins, cost of capital, asset values, competitive position, management quality, license to operate, resilience, or valuation. The intensity of the activity should be proportionate to its expected investment significance and the probability that engagement can provide useful information or influence.

4.3 Constructive and company-specific approach

BCAM generally favors informed, private, and constructive dialogue. The firm should consider the company's business model, industry structure, jurisdiction, technology, capital requirements, and practical trade-offs rather than applying uniform prescriptions. Engagement should test assumptions as well as communicate concerns.

4.4 Independence

BCAM retains independent authority over its investment, voting, engagement, and advocacy decisions. Participation in a coalition or public initiative does not constitute endorsement of every position taken by that organization and does not authorize another party to bind or speak for BCAM.

4.5 Discipline in claims

BCAM should not imply a causal link between an engagement and a financial result unless the evidence supports that conclusion. Where a corporate change has multiple causes, BCAM may describe its contribution but should not claim sole credit.

5. Governance and Responsibilities

BCAM's Management Committee is the governing authority for engagement and advocacy. It reviews and approves this Policy, the annual Engagement and Advocacy Plan, firmwide thematic initiatives, and material advocacy actions. It receives periodic reporting on significant company engagements, escalation, shareholder proposals, collaborative initiatives, public-policy activity, conflicts, resource commitments, and results.

5.1 Stewardship Team

BCAM's Stewardship Team consists of Lauren Compere, Head of Stewardship and Engagement, and Amy Orr, Director of US Shareholder Engagement. Under the oversight of the Management Committee, the Stewardship Team develops the annual plan, coordinates implementation, and serves as the firm's principal resource on company dialogue, shareholder proposals, collaborative engagement, and related advocacy.

The team works with investment professionals to identify financial material issues; prepares company, sector, and thematic research; conducts and coordinates meetings with management and directors; develops engagement objectives and milestones; recommends escalation and advocacy actions; performs due diligence on collaborative initiatives; maintains records; evaluates progress; and prepares internal, client, and public reporting.

Lauren Compere leads the overall engagement and advocacy program in her capacity as Head of Stewardship and Engagement. Amy Orr leads and supports U.S. shareholder engagement consistent with her role as Director of US Shareholder Engagement. Responsibilities may be allocated between them according to market, company, subject matter, capacity, and the annual plan. Other Sustainability team members may also lead or support engagement consistent with their sector coverage or issue expertise as aligned with the annual engagement plan under the oversight of the Stewardship Team.

5.2 Investment teams

Portfolio managers and research analysts remain responsible for the investment thesis, valuation, portfolio decisions, and assessment of investment materiality. They should be involved when an engagement bears materially on a company held in their strategy. The Stewardship Team does not replace investment judgment.

5.3 Legal, Compliance, and Communications

Legal and Compliance review activities that may involve conflicts, material nonpublic information, proxy-solicitation rules, acting-in-concert or control concerns, antitrust, sanctions, lobbying or political-law requirements, litigation, or other regulatory issues. Communications reviews material public statements and external materials for accuracy, balance, consistency, and appropriate characterization of BCAM's role and results.

5.4 Approval framework

Routine company dialogue and follow-up conducted within an approved plan may proceed under delegated authority. The following actions ordinarily require prior Management Committee approval, together with Legal, Compliance, or Communications review as appropriate:

designation of firmwide thematic engagement initiatives;
filing or co-filing a shareholder proposal;
leading a significant collaborative campaign or assuming a formal governance role in an outside initiative;
authorizing public use of BCAM's name in a coalition statement or campaign;
issuing a material public letter, press statement, or company-specific public criticism;
taking a formal position on proposed legislation, regulation, or market policy;
submitting a regulatory comment letter, providing legislative testimony, or joining litigation or an amicus filing;
making an external commitment that creates ongoing reporting, resource, or policy obligations; and
other actions that present material legal, reputational, client, or business risk.

6. Annual Engagement and Advocacy Plan

The Stewardship Team will prepare an annual Engagement and Advocacy Plan for Management Committee approval. The plan should identify the limited set of activities to which BCAM expects to commit meaningful resources, the investment rationale, anticipated companies or sectors, principal tools, internal owners, expected resource needs, and material external commitments.

Given the breadth of potential issues and the size of the team, BCAM will ordinarily designate no more than three firmwide multi-year thematic initiatives at one time. BCAM may also conduct targeted company-specific engagements identified through sustainability or investment research including controversy monitoring. Other issues may be monitored without becoming active engagement priorities.

The annual plan may be adjusted during the year when portfolio exposures, market conditions, corporate events, emerging risks, or regulatory developments create a more compelling use of resources. Material changes require Management Committee approval.

7. Selection and Prioritization

Before committing BCAM resources to a priority engagement or advocacy initiative, the Stewardship Team and relevant investment professionals should assess:

- the financial or governance materiality of the issue;
- the size and strategic importance of the company's exposure across BCAM portfolios;
- the connection to the investment thesis or a clearly identified portfolio-level risk;
- the specificity and reasonableness of the objective;
- the quality of available evidence and the need for additional information;
- the likelihood that the company or relevant decision-maker can act on the issue;
- the expected information value or potential influence of BCAM's participation;
- the availability of a more effective or less costly tool, including proxy voting;
- the time, expertise, legal exposure, and external reporting obligations involved;
- the risk of unintended consequences, including effects on innovation, competitiveness, capital formation, or clients; and
- whether the activity is consistent with the annual plan and available resources.

Some engagement may also be conducted linked to client stewardship expectations and will be covered under a client's specific mandate.

An initiative should not be selected principally because it is prominent in the media, supported by an outside organization, or consistent with a general institutional belief. The investment rationale and the appropriateness of BCAM's role should be established independently.

7.1 Material Risk and Research Framework

BCAM may organize research across broad categories, including governance and capital allocation; climate or nature risk and operational resilience; human capital management, human rights, technology governance; product, customer, and community risks; and emerging company- or sector-specific issues. These categories are a research framework, not a commitment to engage every company or maintain a standing program in every area.

8. Company Engagement

8.1 Preparation

A priority engagement should begin with a written statement of the engagement rationale , relevant facts, the question or requested action, the appropriate company counterpart, and the expected next step. The objective may be to obtain information, test the company management's analysis of related risks and opportunities, encourage stronger oversight or disclosure, or address a specific business or governance concern.

8.2 Methods

BCAM may engage through private meetings, virtual meeting or calls, written correspondence, participation in investor meetings, board outreach, annual meeting questions, or other appropriate channels. The most useful counterpart may be investor relations, executive management, business leaders, internal functional experts or teams, the corporate secretary, the board chair, the lead independent director, or a committee chair.

BCAM may use credible peer comparisons, benchmarks, regulatory findings, company disclosures, academic research, or expert analysis to inform dialogue. Benchmarking should be used to improve understanding and identify practical alternatives.

8.3 Conduct of dialogue

Engagement should be factual, professional, and open to new information. BCAM should seek to understand management's reasoning, costs, constraints, and competing priorities. The firm should avoid commitments or demands that exceed the board's or shareholders' expected role in corporate governance.

8.4 Milestones and closure

Priority engagements should be tracked using milestones appropriate to the objective. Evidence of progress may include improved access, clearer disclosure, a board or management review, a commitment, implementation, or a more informed investment conclusion. An engagement may be closed when the objective has been met, the issue is no longer material, the company has provided a reasonable explanation, further effort is unlikely to be productive, or the investment is sold.

9. Advocacy Tools and Escalation

BCAM generally begins with private company dialogue. Advocacy and public escalation are selective tools, not default steps. The appropriate response depends on materiality, company responsiveness, legal considerations, the available shareholder mechanism, the expected benefit, and the cost to clients and the firm.

9.1 Escalation tools

Escalation may include additional meetings, engagement with more senior executives or independent directors, a formal board letter, voting against directors or management proposals, supporting an independently filed shareholder proposal, filing or co-filing a proposal, asking a question at an annual meeting, joining a collaborative campaign, issuing a public statement, or reconsidering the investment.

9.2 Shareholder proposals

BCAM may file or co-file a shareholder proposal when the matter is financially material or relevant to an expressed client mandate, the requested action is within the reasonable authority of the board or shareholders, private engagement has been unsuccessful or is unlikely to resolve the issue in time, and the expected benefit justifies the cost and legal exposure.

A proposal should be specific enough to be useful but should not attempt to manage ordinary business operations. BCAM may negotiate withdrawal when the company provides a credible commitment that substantially addresses the objective. The terms and follow-up expectations should be documented.

BCAM should not file, co-file, or support a proposal principally to advance a political or social objective unrelated to the company's long-term value or an applicable client mandate.

9.3 Investor letters and public statements

Investor letters or public statements may be appropriate when collective communication is likely to be more effective than private dialogue, where a market-wide issue requires a clear investor perspective, or where transparency is necessary to explain a significant BCAM action. The communication should identify the investment rationale, avoid unsupported claims, and not imply that BCAM speaks for all clients or coalition participants.

10. Collaborative Initiatives

BCAM may collaborate with other investors, research organizations, or market participants where collaboration improves access, information, expertise, efficiency, or influence. BCAM should evaluate the initiative itself rather than rely on the sponsoring organization's reputation.

Before joining or renewing a material initiative, BCAM should consider its objectives, governance, leadership, decision rights, use of BCAM's name, expected workload, data and confidentiality practices, public positions, reporting requirements, legal risks, and ability to withdraw.

BCAM will make its own investment and voting decisions. It may decline to endorse a statement, take a different position from other participants, limit the scope of its participation, or withdraw when an initiative's objectives, methods, resource requirements, or public positions are no longer consistent with BCAM's interests or this Policy.

Current memberships and significant collaborative activities should be disclosed in the annual Stewardship Report or other approved reporting rather than listed permanently in this Policy.

11. Public Policy and Market Standards

BCAM's primary engagement responsibility is to portfolio companies and clients. Public policy and market-standard activity should therefore be selective. BCAM generally participates only when a matter has a clear connection to shareholder rights, capital-market integrity, corporate accountability, decision-useful information, or a systemic risk that could materially affect portfolio value.

Policy analysis should consider the quality of evidence, expected benefits, compliance and implementation costs, regulatory uncertainty, effects on competition and innovation, market structure, international differences, unintended consequences, and the possibility that reasonable investors may disagree.

BCAM may communicate with regulators, standard setters, legislators, exchanges, or industry bodies; submit comments; participate in consultations; provide testimony; or support a market standard. A position should be framed from BCAM's perspective as an investment manager and should not be presented as a general endorsement of a political party, administration, organization, or broader policy platform.

Formal public-policy positions and external submissions require Management Committee approval and appropriate Legal, Compliance, and Communications review.

12. Communications and Use of BCAM's Name

Public descriptions of engagement and advocacy should be accurate, balanced, and proportionate to BCAM's role. BCAM should distinguish between leading an activity, participating in it, endorsing a statement, and merely belonging to an organization.

No outside organization may use BCAM's name, logo, quotations, assets-under-management figure, or description of BCAM's position in a material public communication without authorization under established procedures.

Public materials should avoid overstating the program's size or capacity. Engagement statistics should explain that interactions vary substantially in scope and intensity and should not imply equivalent effort across all companies or issues.

13. Conflicts, Legal Considerations, and Independence

BCAM seeks to identify and manage conflicts that could affect engagement decisions. Potential conflicts may arise when a portfolio company is a client, prospective client, vendor, business partner, or significant source of referrals; when a BCAM employee has a personal relationship or financial interest; when different

clients or strategies have different objectives; or when another BCAM relationship could reasonably affect judgment.

Conflicts should be disclosed and addressed under BCAM's compliance policies. Depending on the circumstances, mitigation may include applying predetermined guidelines, recusal, independent review, separating decision-makers, obtaining an external recommendation , limiting the activity, or declining to participate.

BCAM personnel should not seek or receive material nonpublic information through engagement. If such information is received, the matter must be referred promptly to Compliance and handled under BCAM's information-barrier and trading- restriction procedures.

Engagement and advocacy must comply with applicable securities, proxy-solicitation, antitrust, sanctions, lobbying, political law, takeover, control, and disclosure rules. Collaborative engagement does not authorize coordinated trading, agreements regarding ownership or voting, or other conduct that could constitute acting in concert unless specifically reviewed and approved.

14. Documentation, Evaluation, and Reporting

BCAM should maintain records sufficient to demonstrate why a material activity was selected, how it was approved, what was done, what the company or other counterparty said, what follow-up is required, and how the activity related to the investment process.

Evaluation should emphasize quality, investment relevance, and appropriate use of resources rather than simply the number of meetings, letters, proposals, or coalition memberships. BCAM may assess whether an activity improved information, clarified the investment thesis, changed a voting decision, strengthened access to decision-makers, contributed to a company commitment, improved disclosure or risk oversight, or informed an investment decision.

BCAM should report engagement and advocacy through one substantive annual Stewardship Report, quarterly Active Shareowner Updates that include brief company engagement highlights, and strategy-specific reporting where relevant or required by clients. Separate initiative reports should be produced only where required by an approved external commitment or where the Management Committee determines that a distinct report is useful.

Annual statistics, current priorities, named collaborative partners, awards, and case studies belong in the annual report. Reporting should distinguish activity, output, and outcome and should avoid attributing a company or market result solely to BCAM unless the evidence supports that conclusion.

15. Policy Review and Related Documents

The Management Committee will review this Policy at least annually and may revise it as BCAM's strategies, client mandates, staffing, engagement practices, legal obligations, and market conditions evolve. Material amendments require Management Committee approval.

This Policy should be read together with BCAM's Stewardship Policy, Proxy Voting Guidelines, compliance manual, conflicts-of-interest policies, client and fund governing documents, annual Engagement and Advocacy Plan, and annual Stewardship Report.

If a conflict exists between this Policy and a binding legal, client, or fund requirement, the binding requirement controls.

Approved by	BCAM Policy Review Committee
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