



**WHEB ASSET MANAGEMENT LLP**

**FP WHEB Sustainability Fund**



**European SRI Transparency Code**

**Fifth Statement of Commitment**

**01 October 2018 – 30 September 2019**

**WHEB Asset Management LLP is solely responsible for the information provided this document.**

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## EUROPEAN SRI TRANSPARENCY CODE (VERSION 4.0)

### Statement of Commitment

Sustainable and Responsible Investing is an essential part of the strategic positioning and behaviour of WHEB Asset Management. We have been involved in SRI since 2009 and welcome the European SRI Transparency Code.

This is our fifth statement of commitment and covers the period October 2018 to September 2019. Our full response to the European SRI Transparency Code can be accessed below and is available in the annual report of the retail funds and on our web site.

### Compliance with the Transparency Code

WHEB Asset Management (WHEBAM) is committed to transparency and we believe that we are as transparent as possible given the regulatory and competitive environments that exist in the countries in which we operate. WHEBAM meets the full recommendations of the European SRI Transparency Code.

14<sup>th</sup> November 2018

## European SRI Transparency Code V4.0

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### 1. List of funds covered by the Code

Name of the fund(s): FP WHEB Sustainability Fund / Pengana WHEB Sustainable Impact Fund					
Dominant/preferred SRI strategy	Asset class	Exclusion standards and norms	Fund capital as at 31/12/18	Other labels	Link to relevant documents
<ul style="list-style-type: none"> <li>✓ Impact Investing</li> <li>✓ Sustainability themed</li> </ul>	Actively managed international shares	None of the negative areas listed has ever been invested in	£254m		<a href="http://www.whebgroup.com">www.whebgroup.com</a>

### 2. General information about the fund management company

#### 2.1 Name of the fund management company that manages the applicant fund

WHEB Asset Management

#### 2.2 What are the company's track record and principles when it comes to integrating SRI into its processes?

WHEB Asset Management is a boutique investment business that is wholly focused on sustainable investing. The essential philosophy underpinning the fund is that high quality companies which provide solutions to society's most pressing needs and challenges will generate superior financial returns over the long-term.

The strategy has existed for thirteen years having originally been run at Henderson Global Investors as the Industries of the Future Fund. For the last six years we have run the strategy at WHEB. The team running the strategy have spent the bulk of their careers working on sustainability and investment. George Latham the Managing Partner was previously Head of SRI at Henderson and before that set up the SRI strategies at Threadneedle Asset Management. Seb Beloe was formerly Head of SRI Research at Henderson and before that was Vice President of Research and Advocacy at the management consultancy SustainAbility. He also has two degrees in Environmental Science and Technology. Ted Franks the fund manager and third partner has been managing or co-managing the strategy since 2009 and before that was involved in renewables and water investments at Dresdner Kleinwort.

#### 2.3 How does the company formalise its sustainable investment process?

WHEB Asset Management is B Corporation with an overall mission *to advance sustainability and create prosperity through positive impact investing* (<http://www.whebgroup.com/about-us/mission-and-values/>). The whole business is therefore dedicated to sustainable investment. Within the actual

investment process, sustainable investment is integrated into our approach to research, stock selection and engagement, based on three interlinked beliefs, as follows:

- **Sustainability is creating new growth markets**

The long-term social, demographic, environmental and resource challenges facing the world today are reshaping the economic landscape, creating new investment opportunities for those companies providing solutions to these challenges, and growing risks for those sectors that deplete human and natural capital. Our experience suggests that the selection of sustainability themes is a powerful source of value, due to the secular dynamics underlying the sustainability agenda.

- **A long-term, fundamental approach to stock selection leads to out-performance**

Financial markets are not entirely efficient and we believe that active investment management can add value over passive approaches. We make high conviction investment decisions using a pragmatic, bottom-up approach to stock selection, based on a fundamental analysis of a company's prospects. We take a distinctive long-term approach to investing, tending to hold a stock for an average of more than five years and seek to be flexible in style, avoiding the pitfalls of out-and-out value or growth investment styles.

- **Analysis which integrates ESG factors enables better stock selection**

Our investment methodology includes in-depth analysis of a company's non-financial environmental, social and governance (ESG) practices which help uncover hidden risks and opportunities. Our in-house analysis is complemented by the insights we gain through our programme of active engagement with companies which sheds further light on a company's ability to respond to non-financial challenges.

This investment approach is underpinned by a set of corporate policies which present a broad set of principles that frame our investment process. This includes:

- A core mission statement as described above (<http://www.whebgroupp.com/about-us/mission-and-values/>)
- An overall responsible investment policy which describes the four key principles that underpin our approach to responsible investment including that we will: 1) integrate ESG issues into our investment analysis and decision-making, 2) Be active owners and integrate ESG into our ownership policies and practices, and 3) encourage appropriate disclosure on ESG issues by entities in which we invest, 4) that we will report on our progress in implementing these principles (<http://www.whebgroupp.com/media/2018/02/20180301-RI-Policy.pdf>)
- A set of Voting and engagement policies that are included in our Stewardship Code statement. These set out in more detail our approach to voting and engagement including commitments to engage with companies whenever we vote against management and to push for progressive practices on critical ESG issues at investee companies. We also report quarterly on our voting and engagement activities including assessing the outcomes of this engagement (<http://www.whebgroupp.com/media/2018/03/201803-Stewardship-code-disclosure-statement-final.pdf>)

## **2.4 How are ESG risks and opportunities – including those linked to climate change – understood/taken into account by company?**

ESG risks and opportunities are taken into account through the investment process. The initial step in the investment process is to find companies that have material exposure (on average >80% of revenues) to one or more of nine sustainability themes. These are: Cleaner Energy, Education, Environmental Services, Health, Resource Efficiency, Safety, Sustainable Transport, Water Management and Well-being. So only companies that are providing solutions to these issues through the products and services that they supply quality for investment in the fund. The means sectors that have material negative impacts on society (such as weapons, tobacco, gambling etc.) or the environment (fossil fuels) are not included in the investment universe.

We then also consider ESG issues in the way in which companies are managed. We consider a range of issues that are material to the sector in question as part of our fundamental analysis of a company and include this data in our assessment of the overall quality of a company and its management team.

If we consider climate change as an example of an ESG issue, it is first considered in constructing our investment universe. As described above, no fossil fuel business is providing a solution to a sustainability challenge and so will not qualify for the investment universe. We have, for example, no exposure to oil, gas or coal companies nor indeed to businesses that derive significant revenue from the provision of services to these sectors. Stranded asset and transition risk is therefore extremely low for this strategy.

We then also consider scope 1 and 2 carbon emissions from investee companies in the portfolio. We publish an annual carbon footprint report on the portfolio which shows that the fund is 1) structurally underweight high emitting sectors and 2) that the fund stock selection process favours companies which have low emissions relative to their industry peers. Consequently the portfolio is well-positioned competitively with regard to increasing transition risks. A full TCFD report is available in our 2016 Impact Report.

WHEB's entire assets under management of £254m (as at 31/12/2018) is invested in strategies that contribute to the 'transition economy'.

## **2.5 How many employees are directly involved in the company's sustainable investment activity?**

100% of our employees (8 employees) are focused on the company's sustainable investment activity as this is all we do.

The full team list is:

George Latham – Managing Partner

Ted Franks – Portfolio Manager

Seb Beloe – Head of Research

Ty Lee – Associate Portfolio Manager

Ben Klufftinger – Senior Analyst

Libby Stanley – Business Development

Laura Grenier – Finance and Operations

Greg Hooker – Finance and Operations

We are also supported by:

Geoff Hall – Non-Executive Chairman

Clare Brook (CEO of the BlueMarine Foundation) – Independent Advisory Committee Member

Kelly Clark (Director of the Finance Dialogue) - Independent Advisory Committee Member  
Mike Clark (Ario Advisory) - Independent Advisory Committee Member  
Mark Lewis (Carbon Tracker Initiative) - Independent Advisory Committee Member

## **2.6 Is the fund management company involved in any RI initiatives?**

Yes we are active participants in a wide-range of initiatives including:

- UN PRI
- UKSIF
- Institutional Investors Group on Climate Change
- B Corporation network (we are a B Corp)
- FRC Stewardship Code
- CDP
- Tomorrow's Capital Markets
- Sustainable Stock Exchanges
- International Initiative on Integrated Reporting
- Montreal Carbon Pledge
- Portfolio Decarbonisation Coalition
- Chemical Footprint Initiative
- UK Stewardship Code
- And many others

## **2.7 What is the total number of SRI assets under the company's management?**

All of our assets are invested in sustainability strategies which was £254m as of 31/12/18.

## **3. General information about the SRI fund(s) that come under the scope of the code**

### **3.1 What is the fund(s) aiming to achieve by integrating ESG factors?**

We seek to achieve positive impacts on society and the environment by investing in companies that are providing solutions to sustainability challenges. These impacts include Cleaner Energy, Education, Environmental Services, Health, Resource Efficiency, Safety, Sustainable Transport, Water Management and Well-being.

### **3.2 What internal or external resources are used for the evaluation of the issuers who make up the investment universe of the fund(s)?**

All four members of our investment team conduct ESG analysis as a core part of the stock level research used in our investment process. We do not have dedicated ESG resource because this is integrated into the core roles of the investment team.

Within the team, Seb Beloe, Partner and Head of Research leads on the investment team's analysis of sustainability and ESG issues. Seb has two degrees in Environmental Science and Technology, is a Chartered Environmentalist and has spent twenty years analysing company performance on ESG issues. Together with the team, he has developed our integrated approach to assessing ESG issues. Each team member is responsible for undertaking this analysis with support from Seb.

Our research is sourced primarily through data supplied by sell-side brokers, Bloomberg and company communications. We also use data supplied by SASB and develop our own bespoke assessment process as described above.

Beyond the core data supplied by companies, Bloomberg, SASB and sell-side analysts, we will utilise a wide range of additional data sources including:

- A wide-range of governmental and regulatory databases (for example OFWAT in the UK for water utilities and the Federal Railroad Administration in the US on train companies)
- Reports produced by non-governmental organisations and third party consultancies including for example ChemSec's analysis of chemical companies in Europe, The Climate Group's analysis of markets for energy efficient lighting and Transparency International reports on corruption and bribery.
- Monitoring of media stories and discussion through a subscription to Meltwater.
- We also have a contract with ISS ([www.issgovernance.com/](http://www.issgovernance.com/)) who provide us with a perspective on the governance standards and systems at companies that we are researching as well as with proxy voting guidance.

We do also utilise a wide range of external resources including sell-side broker notes, ad hoc third-party research (e.g. from NGOs, government agencies etc.), company meetings and reporting, social networks etc.

### **3.3 What ESG criteria are taken into account by the fund(s)?**

It is worth stressing at the outset that because of our focus on sustainability themes, we are not investing in the sectors (such as mining, oil and gas, banks, apparel companies etc.) that have the most serious environmental and social issues associated with them.

That said, there are still of course a variety of ESG issues that are relevant, but as described above, we believe that it is critical to contextualise these when considering how they are relevant to investment decisions. Fundamentally, in our view it is much more important for a company to manage a small number of important ESG issues really well than have a long list of policies covering all conceivable issues. It is for this reason that we only look at ESG issues that are relevant to the company that we are assessing, and the way that it conducts its business. So for example, we believe that health and safety and resource efficiency are genuinely meaningful to the success of rail-road companies, but are less relevant for companies developing, for example, computer software which instead should focus on talent attraction and development and core governance and business ethics issues such as Board-level independence and business ethics training and monitoring.

We take into account all material ESG criteria that we believe have a bearing on the performance of a given stock over the long-term. This will include a subset of issues which are relevant to the majority of the companies we look at. This would include: employment practices (diversity, training, benefits etc.), supply-chain standards and quality (environmental, social and quality issues in supply-chains), energy use and carbon emissions, governance quality (independence of directors, audit quality, remuneration and shareholder rights) and business ethics standards (training, whistleblowing hotlines) and overall transparency and accountability of the business.

We use the Sustainability Accounting Standards Board guidelines to help us focus on the material ESG issues by sector. Each of these issues is considered as part of the core analysis done by the investment team. For a speciality chemicals business this will include a wide range of environmental and health and safety data including for example management of wastes (including hazardous wastes), environmental management standards, energy and water use, health and safety data, exposure to hazardous chemicals etc. For a software business the ESG issues will be completely different and will likely be more focused on employee-related issues.

### **3.4 What principles and criteria linked to climate change are taken into account by the fund(s)?**

As described above, we take a systematic approach to considering the risks and opportunities presented by climate change to equity markets. Five of our nine investment themes and approximately 50% of the fund is directly related to climate change. Investments in these themes will, we believe, strongly benefit from efforts to reduce carbon emissions in line with the targets set out in the Paris Agreement. These include companies involved in renewable energy generation, energy efficiency in buildings and transport, pollution control, water and wastewater treatment and solid waste management and recycling.

In addition to focusing our investments on businesses that are set to benefit from an increased focus on carbon emissions across the economy, we also seek to manage carbon risk by avoiding highly carbon exposed sectors. For example, we do not invest in companies that own carbon reserves or are involved in the exploration and production of fossil fuels.

We have no direct exposure to fossil fuel extractive businesses. Furthermore, only some 3% of investments are indirectly exposed to activities associated with fossil fuel extraction. This includes two investments in the utilities Hera S.p.A. and China Longyuan. Both of these companies have minority investments in fossil fuel related infrastructure, while the vast majority of their revenues come from low carbon power generation as well as waste and water treatment operations. Transition and physical risks are though clearly evident in the operations of businesses that we invest in. Transition risk is particularly apparent in businesses that are significant users of energy in their own operations. Physical risks are also experienced by businesses with vulnerable assets, for example to flooding and other natural hazards. We seek to understand these risks and mitigate them by investing in businesses with good performance and low carbon exposure relative to their peers. We undertake a carbon footprint of the Fund on an annual basis to understand these exposures.

The FP WHEB Sustainability Fund is specifically positioned to benefit from an increasing focus on carbon across the global economy. In addition to the opportunities and threats facing WHEB's ability to attract market interest in our product(s), we actively manage carbon-related risks in the Fund. Specifically this involves targeted engagement with companies in our portfolio that have a higher level of ESG risks relative to peers. Previous analysis of the carbon footprint of the Fund identified a small number of stocks with relatively poor carbon profiles relative to their peers. We used this analysis in discussions with these companies which have subsequently announced more ambitious plans to tackle their carbon exposure (specifically in terms of carbon emissions). The carbon footprinting analysis described above clearly signals that the stock selection that we have made is a strongly positive feature of the carbon profile of the Fund. Nonetheless, the analysis does reveal some relative underperformers and as in previous years, we engage these businesses to encourage more aggressive action to reduce their exposure.



Finally, we are aware of the physical risks posed by climate change and have been involved in some initial work looking at potential adaptation strategies for our portfolio companies. This is still at a relatively early stage, and we plan to develop our approach in this area in the coming years.

According to Footprint analysis, the Fund generated approximately 66 tCO<sub>2</sub>e per £1m invested, compared with c.120 tCO<sub>2</sub>e from an equivalent amount invested in the benchmark the MSCI World Index. The key contributors to this footprint are the relative weightings in key industry sectors compared to the benchmark, and the stock selection within those sectors. In terms of the sector contributors, our absence from the oil and gas sector and our strong overweight position in healthcare helped to reduce our footprint relative to the benchmark. An overweight position in industrials (which provides many of the investments in our environmental themes) and in utilities, where we are primarily exposed to water-focused utilities, weighed heavily on the footprint of the fund.

### **3.5 What is the ESG analysis and evaluation methodology of the fund manager?**

We believe that a range of environmental, social and governance (ESG) issues can have a material bearing on the financial performance of a company over a three to five-year time horizon. Our approach is to assess ESG performance through an integrated analysis of these issues within an overall assessment of the quality of a given business. We believe this enables us to spot trends, risks and opportunities which may go unnoticed by analysts looking solely at traditional financial factors.

Our approach is informed by reference to a range of underlying principles and norms including those articulated in intergovernmental settings particularly the UN (eg UN Global Compact, UNEP, SDGs etc.) as well as by analysing sector-level initiatives (for example the Electronic Industry Code of Conduct, Forestry and Marine Stewardship, Carbon Disclosure Project etc.).

We first seek to determine whether a given company fits into one or more of our sustainability investment themes. Having established this, we then assess companies that are candidates for the fund on the basis of the quality of their position in a given market and the strength of their management systems and approach. The areas that we consider are listed below, highlighting the key ESG issues at each stage.

- **Market attractiveness**

From a sustainability viewpoint, we gauge the likely impact of regulation on the company's sector and any other long-term trends, such as changes in consumer preferences, resource scarcity issues or the impact of extreme weather, which may affect the company's growth opportunities.

- **Competitive position**

We aim to understand the business of the company and how its approach to sustainability provides it with a lasting competitive advantage. Key drivers of the business are identified as well as areas of risk and opportunity. We look for innovation and product leadership, in companies that are well invested as well as other competitive strengths in terms of brand value, reputation and customer loyalty.

- **Value-chain analysis**

From a sustainability point of view, we consider a company's buyer relations, its supplier relations and its quality control. We will look for evidence that the business manages its suppliers well. Is there sufficient diversity of suppliers? Does the firm audit its suppliers on ESG issues in some way? Have there been any

disruptions from suppliers in the past? We also look for evidence of a strong safety culture as well as effective management of raw materials and any wastes underpinned by management standards such as ISO 14001 and OHSAS 18001.

- **Growth strategy**

We scrutinise sustainability opportunities for growth as well as the quality of earnings. We will assess any stated growth targets or goals and how achievable they are as well as the track record of achieving such targets. We assess new product development opportunities as well as M&A opportunities and the company's track record in making acquisitions.

- **Quality of Management**

We look at a management team's history of managing and delivering against expectations and controlling risks when unforeseen events occur. We analyse a company's corporate governance and its ethical policy and record. What is the ownership structure of the company and what is its governance structure? Is there a separate chairperson and CEO? We assess risk checks and balances, risk control and look for evidence of ESG disclosure and risk management.

### **3.6 How often is the ESG evaluation of the issuers reviewed? How are controversies managed?**

ESG issues are continually being evaluated on the basis of new news or information. Where new information is received, the analyst responsible for the stock will reassess the quality rating on the basis of this new information and will revise the score in consultation with the rest of the investment team.

In cases where there is a negative controversy associated with a specific company, we will engage the business to understand their response to the issue in question. We will attempt to work with the company to resolve the issue. Where this is not possible, and the issue in question represents a material threat to the reputation or operations of the business, we will consider exiting the stock.

## **4. Investment Process**

### **4.1 How are the results of the ESG research integrated into portfolio construction?**

The ESG analysis described in section 3.5 is only undertaken on companies that are already in our investable universe. The investable universe is defined by companies that receive more than one third of their revenues from products or services that address one or more of our investment themes. Typically the portfolio is composed of companies that receive in excess of 80% of revenues from the themes.

### **4.2 How are criteria specific to climate change integrated into portfolio construction?**

As described above, five of our nine investment themes and approximately 50% of the fund is directly related to climate change. Investments in these themes will, we believe, strongly benefit from efforts to reduce carbon emissions in line with the targets set out in the Paris Agreement. These include companies involved in renewable energy generation, energy efficiency in buildings and transport, pollution control, water and wastewater treatment and solid waste management and recycling.

### **4.3 How are issuers that are present in the portfolio, but not subject to ESG analysis evaluated?**

No issuers are present in the portfolio that have not been subject to thorough ESG analysis.

**4.4 Has the ESG evaluation or investment process changed in the last 12 months?**

There have been no changes to the ESG evaluation process in the last 12 months.

**4.5 Is a part of the fund(s) invested in entities pursuing strong social goals/social enterprises (impact investing)?**

The fund is an impact fund as defined by the Global Impact Investing Network as every investment is into a company that has a positive impact through the products and services that it supplies.

**4.6 Does the fund engage in securities lending activities?**

No

**4.7 Does the fund use derivative instruments?**

No

**4.8 Does the fund invest in mutual funds?**

No

**5. ESG Controls**

**5.1 What internal and/or external control mechanisms are in place to ensure compliance of the portfolio with the ESG rules on managing the fund(s) as defined in section 4?**

The principle control mechanism that ensures compliance with ESG rules on managing the fund is the Independent Advisory Committee. This group is composed of 4-6 external members along with WHEB's Non-Executive Chairman. The Committee is composed of independent experts with experience in sustainability and investment. They meet every four months to review the composition of the fund and specifically any new holdings. They review these holdings to determine whether they believe that they are consistent with the fund. The summary minutes of these meetings are then published on the WHEB website. These can be found at <http://www.whebgroup.com/investment-strategy/fund-governance/investment-advisory-committee-minutes/>

**6. Impact measures and ESG reporting**

**6.1 How is the ESG quality of the fund assessed?**

All holdings in the portfolio are published every four months on the WHEB website. In addition, a short description of each company is provided which also gives the theme that the stock is related to as well as a justification for why it fits that theme is provided.

In addition to the full portfolio holdings and the independent advisory committee meeting minutes, we also publish an annual impact report and associated website which gives detailed information on key parameters including the positive impact of the fund in absolute terms and categorised according to the UN Sustainable Development Goals as well as key ESG criteria such as gender balance and carbon footprinting data at a portfolio level.

**6.2 What ESG indicators are used by the fund?**

We have mapped each portfolio holding onto one of seven UN Sustainable Development Goals. We have then developed a quantitative indicator linked to each goal to report on an annualised basis the performance of the fund. These are indicated in the table below:

UN Sustainable Development Goal	Indicator
Goal 7: Affordable and clean energy	MWh of renewable power provided
Goal 9: Industry, Innovation and Infrastructure	Tonnes of carbon avoided
Goal 11: Sustainable Cities and Communities	Tonnes of carbon avoided
Goal 12: Responsible Consumption and Production	Tonnes of waste recovered or recycled
Goal 6: Clean water and sanitation	Litres of waste water treated Litres of water cleaned and reused
Goal 3: Good health and well-being	Number of people receiving healthcare treatment
Goal 4: Quality education	Days of tertiary education provided

**6.3 What communication resources are used to provide investors with information about the SRI management of the fund?**

- Annual Impact Report - <http://www.whebgroupp.com/impact/>
- Quarterly client reports including data on engagement and voting - <http://www.whebgroupp.com/investment-strategy/fp-wheb-sustainability-fund/quarterly-reports/>
- Website providing detailed case studies on engagement, links with the UN SDGs, an interactive impact calculator - <http://www.whebgroupp.com/impact/>
- Independent Advisory Committee summary meeting minutes - <http://www.whebgroupp.com/investment-strategy/fund-governance/investment-advisory-committee-minutes/>
- Full voting records (including explanations on controversial issues) - <http://www.whebgroupp.com/investment-strategy/fund-governance/engagement-and-voting-records/> and <http://www.whebgroupp.com/investment-strategy/fp-wheb-sustainability-fund/quarterly-reports/>
- UN PRI transparency and assessments reports - <http://www.whebgroupp.com/investment-strategy/fund-governance/unpri-transparency-report/>
- Full portfolio holdings updated every four months - <http://www.whebgroupp.com/investment-strategy/fp-wheb-sustainability-fund/fund-holdings/>
- Regular blogs and videos describing key aspects and performance of the fund - <http://www.whebgroupp.com/news-views/wheb-insights/>
- An annual client conference where we present information and receive questions from clients of all sizes (all clients are invited to attend).

**6.4 Does the fund management company publish the results of its voting and engagement policies?**

Yes - <http://www.whebgroupp.com/investment-strategy/fund-governance/engagement-and-voting-records/> and <http://www.whebgroupp.com/investment-strategy/fp-wheb-sustainability-fund/quarterly-reports/>

