

UCITS V – Insight’s Remuneration Disclosure

Link to Insight Company Strategy and Reward Philosophy

The strategic goal of Insight Investment is to provide a high quality investment service to our clients over the long term. The route to achieving this strategy is through the performance and commitment of our people. Our reward philosophy has a key role to play in the motivation and retention of our people and is therefore an important contributing factor in the achievement of our strategy.

Our reward philosophy is built upon two important principles:

- The design and structure of the schemes actively promotes team working and collaboration across teams.
- Total compensation is heavily weighted towards variable pay and pay outcomes are closely linked to the delivery of performance. All of our people are awarded an annual grant of Long Term Incentive Plan (LTIP), which is linked to the performance of the company. Our people are highly engaged with our business and our culture of collective ownership reinforces collaboration across teams and strengthens the alignment with our clients.

1.1 Insight’s Remuneration Policy & Process

Our remuneration policy has been successful in enabling us to attract and retain what we believe to be the best available talent in the industry. Our approach to remuneration is designed to ensure that top performance is recognised with top quartile industry pay. This includes matching each individual with a suitable peer group that reflects competitors at every level and specialism within the industry.

The components of remuneration are base salary and variable pay. Variable pay is made up of two main elements; discretionary annual cash amount and a deferral into the firm’s LTIP. In addition, a small number of portfolio managers receive a share of performance fees with 50% deferred and invested in the fund.

Variable pay forms an important element of total compensation for all of our people, which reinforces our philosophy of payment for performance. For our senior population total compensation is heavily weighted towards variable pay and the overall value of variable pay is directly linked to the profitability and performance of the business. We position our total compensation levels to ensure that if the business performs and our people deliver strong performance their total remuneration will be competitive. We also have a competitive benefits package broadly aligned with our parent company, BNY Mellon.

Long-Term Incentive Plan

The Long Term Incentive is a powerful tool for staff retention and encourages a collective ownership of the Company strategy and goals and ultimately provides employees with the opportunity to share directly in the success of the business. As such, it plays an important part in recruiting and retaining high quality members of staff, providing us with a significant competitive advantage. Driving the long term success of our business and retaining our key people is the route to delivering value over the long term for both our clients and our shareholders.

LTIP awards vest after a number of years and their value is based on an independent external assessment of the company's market value. Insight operates an LTIP which will be awarded as non-voting, non-dividend paying equity in Insight. All employees are eligible to receive LTIP, awarded under the same set of principles.

Paying for Performance

Insight believes firmly in setting performance-related objectives for our investment and business professionals. This has clear benefits as it enables Insight to both motivate and retain its most talented people. The performance objectives are structured in such a way as to promote sound and effective risk management within the Company's risk management appetite.

Performance is therefore assessed and evaluated in light of an individual's contribution to the overall client mandate, team and business performance and culture. We aim to reward most highly those individuals who help the team to perform strongly. A team culture is an essential part of the way we conduct our business and our remuneration policy is designed to encourage this.

The general principles of Insight's Remuneration Policy are agreed with our parent company, BNY Mellon and the performance and application of these principles are reviewed at least twice each year by the Insight Remuneration Committee.

Insight's remuneration process and policy is compliant with all relevant regulation, including the requirements of the FCA Remuneration Code and corresponding local Directives. Insight also works closely with key representatives of our parent company, BNY Mellon, to ensure this is also the case within the wider corporate regulatory environment.

1.2 Remuneration Governance

The practical implementation of Insight's remuneration structures and processes are controlled and documented by Insight's Compensation Committee, which meets on a monthly basis. This committee is chaired by the Chief Executive; the other members are the Head of Human Resources and the Chief Operating Officer/Chief Finance Officer; the Chief Risk Officer is invited to attend for regulation matters.

The oversight of Insight's remuneration strategy and policy is governed by Insight's Remuneration Committee, which meets at least twice a year. Where appropriate, the Committee recommends to the relevant employing entity in relation to terms, conditions, remuneration and incentives for staff employed within the Insight Group.

The Remuneration Committee reserves the right to clawback bonus paid to any individual, either through removing an unpaid bonus and/or requiring the individual to repay an award previously made up to four years prior to the date of such conduct or the date of discovery whichever is the later. The clawback mechanism can be invoked in the following circumstances:

- Where an individual has engaged in conduct which is fraudulent or directly or indirectly causal or contributory to any financial restatement or irregularity.
- Where an individual has, within six months of the termination of employment, engaged in the solicitation and/ or diversion of customers or employees of and/or competition with Insight or the BNYM group.
- Where an individual violates any post termination clause.

- Where compensation paid or promised to the individual requires to be forfeited and/or repaid due to a regulatory requirement.

The Remuneration Committee comprises two director representatives of the BNY Mellon Group and one independent non-executive directors. Insight's Chief Executive Officer is also invited to attend RemCo meetings, except where personally conflicted. Additional attendees shall be invited to attend meetings as appropriate including the Head of Human Resources, Chief Risk Officer and Chief Finance Officer/Chief Operating Officer. Insight's Head of Reward acts as secretary to the Committee. At the Remuneration Committee meeting held in January, the Chief Risk Officer will also be invited to comment on any particular risk related matters that he feels should be brought to the attention of the Committee in considering individual awards, or confirm that there are no such matters to be raised.