THOMSON PENSION FUND

STATEMENT OF INVESTMENT PRINCIPLES

The effective date of this Statement is 22 November 2023

1. Introduction

The purpose of this Statement of Investment Principles ("**Statement**") is to document the investment principles governing decisions by the Trustees of the Thomson Pension Fund (the "**Trustees**") about investments for the purposes of the Thomson Pension Fund (the "**Fund**").

Regulations require trustees and managers to exercise their investment powers in a manner to ensure the security, quality, liquidity and profitability of a scheme's investments. This includes investing in a manner which considers, and is appropriate to, the nature and duration of the expected future retirement benefits of the scheme; having regard to the need for diversification in the choice of investments for the scheme, making sure that the scheme assets are invested mainly in regulated markets and limiting any investments in the employer's business.

The Trustees are responsible for setting the investment strategy of the Fund and have delegated the day-to-day management of the Fund's assets to the Fund's Fiduciary Manager (the "**Fiduciary Manager**"), Russell Investments, under an Investment Management Agreement ("**IMA**").

The Fiduciary Manager is authorised and regulated by the Financial Conduct Authority under the Financial Services and Markets Act 2000.

This Statement has been prepared in accordance with Section 35 of the Pensions Act 1995, as amended by the Pensions Act 2004, and the Occupational Pension Schemes (Investment) Regulations 2005.

2. Consultation and Advice

The Trustees are responsible for the investment strategy of the Fund. They have obtained and considered advice on the investment strategy appropriate for the Fund and on the preparation of this Statement.

The Trustees have decided to invest the Fund's assets in a fiduciary management arrangement. Under this arrangement, the Trustees, following advice from the Fiduciary Manager, set specific funding objectives for the Fund and investment guidelines, with the Fiduciary Manager providing the day-to-day management of the assets in order to achieve these objectives within the guidelines specified.

The Trustees have consulted Technicolor Video Services (UK) Limited and the participating employers of the Thomson Pension Fund (the "**Sponsor'**), on this Statement and have taken the Sponsor's comments into account when appropriate to do so.

Upon request, a copy of this Statement is available to the members of the Fund.

3. Objectives

The investment objective is set in relation to valuing the liabilities on a prudent measure whilst also considering the Fund's future cashflow requirements.

The risk-free measure used to value the liabilities is based on the yields available on fixed-interest and index-linked gilts.

The Trustees' objective is to take the amount of investment risk deemed appropriate to grow the Fund's investment portfolio such that the Fund becomes fully funded on a Gilts flat basis by 2026. The Trustees also have a secondary objective to purchase individual annuity policies to meet the benefits promised to members when it is affordable to do so. Once all benefits are insured the Trustees plan to wind up the Fund.

4. Investment Strategy

The Trustees have invested the Fund's investment portfolio in accordance with a Target Return and Target Hedge Ratio. The Target Return and Target Hedge Ratio are achieved by investing in a combination of return-seeking (growth) assets and liability hedging (matching) assets. Further detail on the Fund's investment strategy is contained in the Appendix.

5. Investment Choice

The types of investments held and the balance between them is adjusted as necessary to match the Trustees' objectives.

The assets of the Fund are invested in the best interests of the members and beneficiaries and in the case of a potential conflict of interest in the sole interests of members and beneficiaries.

The Trustees delegate their powers of investment to the Fiduciary Manager in a manner that is expected to ensure the security, quality, liquidity and profitability of the portfolio as a whole. The assets of the Fund are invested predominantly on regulated markets (with investments not on regulated markets being kept to a prudent level) and properly diversified to avoid excessive reliance on any particular asset, issuer or group of undertakings so as to avoid accumulations of risk in the portfolio as a whole. The diversification is both within and across the major asset classes.

Assets held to cover the Fund's liabilities are invested in a manner appropriate to the nature and duration of the expected future retirement benefits payable under the Fund but recognising also the return requirement in order to meet the funding objective.

Investment in derivatives is only made in so far as they contribute to the reduction of investment risks or facilitate efficient portfolio management and are managed such as to avoid excessive risk exposure to a single counterparty or other derivative operations.

The balance between different kinds of investments

The Trustees recognise that the key source of financial risk (in relation to meeting their objectives) arises from the level of target return needed to achieve the objective and the level of liability hedging that is affordable.

To this extent, the Trustees have agreed the target return and target (liability) hedge ratio with the Fiduciary Manager, and as appropriate will agree how this target return and target hedge ratio should evolve over time as actual experience differs from the expected experience.

The Trustees have delegated responsibility for managing the underlying investments to the Fiduciary Manager, within the guidelines and constraints set out in the IMA. This allows the asset allocation and managers to be adjusted quickly where needed, to best meet the investment objectives of the Fund.

6. Risks

Regular checks are made as to whether the funding and investment strategy remain on target to achieve the objectives, within acceptable parameters. If not, then corrective action is considered (by adjusting investment policy, or through amendments to the contribution plan).

The Trustees recognise a number of risks involved in the strategy and investment of the assets and monitor these risks in conjunction with their Fiduciary Manager (and other providers) where appropriate.

6.a Solvency risk (the risk of not achieving the funding target in the time frame desired)

Measured through a qualitative and quantitative assessment of the expected development of the liabilities relative to the current and alternative investment policies.

Managed through assessing the progress of the actual growth of the liabilities relative to the assets on a regular basis.

The Fiduciary Manager monitors the Fund's assets relative to the Gilts flat liability measure on a daily basis. It prepares a written report for the Trustees every quarter detailing changes over the quarter and any actions taken.

The Fund's Actuary also prepares a written report on a triennial basis which includes an estimate of the cost of purchasing annuity policies for the Fund's members.

6.b Investment risk

There are many investment related risks which the Trustees are aware of including; manager risk, liquidity risk (i.e. the risk of being unable to realise investments for cash), the risk of holding inappropriate investments, currency risk, political risk, corporate governance risk, counterparty risk, basis risk and legal and operational risk.

To reduce these risks, the Fiduciary Manager ensures the assets are diversified over different asset classes, sectors and securities and investment managers, regularly monitoring the underlying managers' performance, processes and capabilities.

The Fiduciary Manager is also responsible for managing overall currency risk.

The Trustees also acknowledge the following investment related risks and monitors these with the support from the Fiduciary Manager and their other advisors.

- The actual return on the investment portfolio vs the Target Return. The Target Return is not guaranteed, the Fund's investment portfolio may not evolve as expected or indeed may fall in value.
- The deficit (measured as the difference between the gilts flat liability value and the value of the investment portfolio) may increase as a result of long-term gilt yields falling or inflation expectations increasing.
- The probability of achieving full funding on a gilts-flat basis and then buy-out over a given timeframe could change if annuity prices increase (for example due to changes in insurance regulations or a change in the Trustees' mortality / longevity assumptions).

6.c Custodian risk

Custodian banks provide secure safekeeping and trading of the assets.

This risk is measured by assessing the credit-worthiness of the custodian bank and the ability of the organisation to settle trades on time and provide secure safekeeping of the assets under custody.

Managed by ratifying the Fiduciary Manager's trade reports and expected cashflows against the custodians. Restrictions are also applied to who can authorise transfers of cash and the account to which transfers can be made.

6.d Fraud / Dishonesty

Addressed through the Fiduciary Manager having the appropriate insurance policies, and internal and external audit.

6.e Liquidity risk (ability to pay member benefits as they fall due)

The Fund's administrator monitors monthly benefit payments and ensures sufficient cash is available to meet payments when due. The Fiduciary Manager invests predominantly in assets that can be quickly sold for cash if necessary.

6.f Covenant Risk

Risks associated with changes in the Sponsor's covenant are regularly monitored by the Trustees and assessed by various means. This includes the Sponsor periodically providing the Trustees with updates on the strength of its covenant along with the Trustees also monitoring the Sponsor's failure score (as defined for the purposes of calculating the risk-based element of the Pension Protection Fund levy).

7. Monitoring

The Trustees monitor the performance of the assets on a quarterly basis via investment monitoring reports prepared by the Fiduciary Manager.

The Fiduciary Manager monitors the Fund on a daily basis, including:

- The funding level
- The asset allocation
- The hedge ratio
- The investment managers
- The cash position (specifically cash held within the fiduciary management arrangements, i.e. excluding any cash held in the Trustee bank account)

Where action needs to be taken or is deemed to be sensible (for instance due to favourable/changing market conditions), the Fiduciary Manager will make appropriate changes, subject to the guidelines agreed with the Trustees.

Where changes cannot be made due to the guidelines specified, and the Fiduciary Manager believes the changes would be sensible, the Fiduciary Manager will work with the Trustees to explore whether the guidelines can be adjusted and how this may impact the Fund's strategy.

The Fiduciary Manager provides regular updates at Trustees' meetings and provides information to other third parties at the request of the Trustees, such as administrators and auditors.

In addition, the Trustees regularly review the performance and services of the Fiduciary Manager.

8. Custody

Day to day control of custody arrangements for the Fund's assets is delegated to State Street Bank and Trust Company, who is independent of the Sponsor and Fiduciary Manager.

In addition, as the Fund invests in pooled funds, these funds each have a custodian. The investment in pooled funds gives the Trustees a right to the cash value of the units rather than to the underlying assets.

9. Realisation of Investments

The Trustees have delegated the realisation of investments to the Fiduciary Manager. The Fiduciary Manager monitors the Fund's investment portfolio on a daily basis and in accordance with the objectives set by the Trustees. The Fiduciary Manager will use contributions into and disinvestments out of the Fund's investment portfolio to manage and if necessary, rebalance the portfolio in-line with the objectives set by the Trustees.

10. Financially Material Considerations

Over the period to achieving the overall investment objective of reaching full funding on the Gilts flat low risk basis, the Trustees have tasked the Fiduciary Manager with monitoring financially material risks (including ESG considerations) within the Fund's investment portfolio. At a high level, the Fund is expected to increase its allocation to lower risk fixed-income assets as the Fund matures. In addition to this, the Fiduciary Manager will use active ownership (see Section 12 - Stewardship) to manage the Fund's investment portfolio through time. The Fiduciary Manager also monitors, and where necessary reduces the financially material risks which the Fund is exposed to as it travels through its journey to ultimately achieve its objective.

11. Responsible Investment

The Trustees believe that investing sustainably is consistent with the Scheme's mission of taking full account of longer-term return drivers and risk. In particular, the Trustees believe climate change to be a systematic, long-term material financial risk to the value of Scheme assets, as well as impacting on the Scheme's liability profile and sponsor covenants.

By exercising good investor stewardship and by taking financially material environmental, social and governance ("ESG") factors, including climate change, into account in the investment process, the Trustees believe the Scheme is better positioned to deliver the required long-term investment objective of achieving full funding on the ongoing dynamic buy-out basis.

The Trustees have delegated the day-to day investment decisions in relation to responsible investment to the Fiduciary Manager, having reviewed the Fiduciary Manager's approach to ESG considerations as part of their appointment. More specific details on the Fiduciary Manager's approach to responsible investment are available here.

The Trustees are satisfied that ESG considerations are integrated into the selection, retention and realisation of investments and are included in any manager selection and retention exercises that the Fiduciary Manager may undertake as part of both the investment and operational due diligence processes.

11.a Stewardship – Voting and Engagement

The Trustees are aware of their role as a responsible steward of capital and the need to assess all financially material risks which include the risks with climate change as well as other ESG-related factors. The Trustees believe that having a high standard of governance, promotion of corporate responsibility and appreciation of environmental factors will be additive and will help protect long term financial value.

The Trustees believe that active ownership (voting and engagement) is the most appropriate channel to promote positive ESG practices. All the Scheme's assets are either managed directly or overseen by the Fiduciary Manager. As such, the Trustees delegate active ownership to the Fiduciary Manager.

The Fiduciary Manager uses voting rights & engagement as an essential part of the value creation process. This process includes:

- Operating Proxy Voting Committee (PVC) which oversees the proxy voting policies, procedures, guidelines and voting decisions.
- Prioritising certain engagement themes that drive the engagement with underlying investment managers and holdings. The engagement themes in focus are outlined and updated on the Fiduciary Manager's engagement policy, saved here.

The Trustees expect the Fiduciary Manager to: (i) be a signatory to the UN PRI Code; (ii) be a signatory to the UK Stewardship code; and (iii) provide adequate transparency around stewardship including an annual report on stewardship activities undertaken.

The Trustees will engage with the Fiduciary Manager as necessary for more information to ensure that robust active ownership behaviours, reflective of their active ownership policies, are being actioned. This will take the form of annual reporting which will be made available to Scheme members.

11.b Monitoring and Reporting

The Fiduciary Manager reports quarterly on the overall responsible investment position, including key ESG metrics, and regularly monitors the underlying Investment Managers in relation to their responsible investing and ESG integration processes. The Investment Managers report quarterly to the Fiduciary Manager on their proxy voting and engagement activities where relevant.

The Trustees aim to monitor the impact and progress of its responsible investing activities.

11.c Non-financial Factors

The Trustees do not take into account non-financial matters in the selection, retention and realisation of investments. The Trustees assess matters it considers to be financially material, this includes risks related to climate change and other ESG-related factors.

12. Arrangement with the Fiduciary Manager

The Trustees recognise the importance of ensuring that the Fiduciary Manager's investment strategy aligns with the Trustees' investment policies. The Trustees' arrangements with the Fiduciary Manager, as detailed in this section 14, seek to incentivise the Fiduciary Manager to align its investment strategy and decisions with the Trustees' investment policies and to make decisions and operate in a manner that best generates medium to long-term financial and non-financial results for the Fund and its beneficiaries.

12.a Implementation

The services provided by the Fiduciary Manager include implementing the Fund's investment strategy, including risk management, portfolio construction and manager selection (which includes continuous monitoring of managers and revision to managers where required). The Fiduciary Manager monitors its sub-advisors and the companies held in its portfolios in accordance with its Stewardship Policy.

The Trustees expect the Fiduciary Manager, where appropriate, to make decisions based on assessments of the longer term financial and non-financial performance of debt/equity issuers, and to engage with issuers to improve their performance. This includes monitoring and engaging with underlying investment managers to ensure they are aligned with the investment objectives of the Fund.

On an annual basis the Fiduciary Manager reports back to the Trustees on its engagement and stewardship practices via the annual implementation statement.

12.b Evaluation of Performance, Remuneration and Incentivisation

The Trustees carry out periodic reviews to assess the Fiduciary Manager's performance (net of all costs) relative to the objectives set by the Trustees and against the Fund's specific liability benchmark The Trustees will consider both short (quarter) and longer-term horizons (3 and 5 years) when assessing the performance of the Fiduciary Manager.

The remuneration paid to the Fiduciary Manager and the fees incurred by third parties appointed by the Fiduciary Manager are provided annually by the Fiduciary Manager to the Trustees. This cost information is set out alongside the performance of the Fiduciary Manager to provide context. The Trustees monitor these costs and performance trends over time.

As part of the annual audit the Fund's auditor also reviews the fees which have been incurred during each year to ensure the remuneration is in-line with what is specified in the IMA.

The Trustees believe that setting clear expectations to the Fiduciary Manager and by regularly monitoring the Fiduciary Manager's performance versus those expectations, incentivises the Fiduciary Manager to make decisions that align with the Trustees' investment policies and are based on assessments of medium and long term financial and non-financial performance.

12.c Portfolio turnover costs

The Fiduciary Manager provides the Trustees with an annual breakdown of the portfolio turnover costs which have been incurred in-line with the Cost Transparency Initiative (CTI). The Trustees do not have a specified target portfolio turnover figure but do monitor and review the Fiduciary Manager's performance net of all transaction costs. The Trustees understand that the Fiduciary Manager will need to carry out trading within the portfolio in order to meet the return objective and properly manage risks. The Fiduciary Manager monitors the level of portfolio turnover (defined broadly as the amount of purchases plus sales) of all the investment managers appointed on behalf of the Trustees. Ultimately, the Fiduciary Manager is incentivised to manage transaction costs effectively given the adverse impact on performance.

12.d Monitoring Investment Performance

The Trustees receive quarterly reports and verbal updates from the Fiduciary Manager on various items including the investment strategy, performance, and longer-term positioning of the portfolio. The Trustees focus on medium to longer-term performance when considering the ongoing suitability of the investment strategy in relation to the Fund's objectives.

The Trustees receive annual stewardship reports on the monitoring and engagement activities carried out by the Fiduciary Manager, which supports the Trustees in determining the extent to which the Fund's engagement policy has been followed throughout the year.

The Trustees also receive annual cost transparency reporting from the Fiduciary Manager in line with the prevailing regulatory requirements for fiduciary managers. These include but are not limited to the total costs incurred by the Fund, the fees paid to the Fiduciary Manager and underlying managers, the amount of portfolio turnover costs (in relation to section 14.c above), charges incurred through the use of pooled funds (e.g. custody, admin, audit fees etc.) and the impact of these costs on the investment return achieved by the Fund.

12.e Duration of Agreement

The Trustees' arrangement with the Fiduciary Manager is not for a fixed term but an ongoing arrangement. The Trustees have a right to terminate this arrangement on notice under the terms specified in the IMA. The periodic reviews (referred to above) is an opportunity for ongoing assessment of the arrangement with the Fiduciary Manager with particular consideration for how the Fiduciary Manager is aligning to the Trustees' investment policies.

13. Timing of Periodic Review

The Trustees will review the Statement and the Fund's investment strategy each year and additionally whenever they believe there to be a significant change in the Fund's circumstances.

The Appendix to this Statement contains further detail of the Fund's investment strategy and forms part of this statement.

14. Additional Voluntary Contributions ("AVCs") Arrangements

AVCs are held with Aviva UK Limited. These funds are closed to new contributions.

Thomson Pension Fund (the "Fund")
Investment Policy: Appendix to Statement of Investment Principles

This Appendix sets out further detail on the Trustees' investment policies.

Additional Voluntary Contributions AVC's

AVC's are invested through Equitable Life Assurance Society and Friends Life.

Fiduciary Management Arrangements

Advice and Management

The Trustees have appointed Russell Investments to act as the Fund's Fiduciary Manager. The information contained within this Appendix provides further detail on the services provided and the Trustees' policies, which have been developed in conjunction with Russell Investments as Fiduciary Manager.

Investment Strategy

The investment strategy aims to grow the Fund's investment portfolio so that the Fund achieves full funding on a self-sufficient basis (where the liabilities are valued by discounting the future expected cashflows using a gilt yield curve with no additional margin) by 2026.

To deliver this objective, the following investment strategy has been adopted:

- The investment portfolio has a Target Return of 0.5% per annum in excess of the return on UK government Gilts, on a net of fees basis.
- The Trustees also set the level of long-term interest rate and inflation hedging equal to 100% of any change in value of the liability value. The level of long-term interest rate and inflation hedging is referred to as the Target Hedge Ratio throughout this document.

To achieve this objective, the Fund invests in:

- Some return-seeking (growth) assets. Growth assets are expected to provide a return over the long-term in excess of gilts. Growth assets include shares, corporate bonds, real assets, absolute return funds and other assets which are permitted under the guidelines governed by the Investment Management Agreement.
- Some liability-hedging (matching) assets. Matching assets are expected to grow broadly in line with gilt prices. They include UK government bonds and Liability Driven Investment funds appropriate to the nature and duration of the Fund's liabilities.

The proposed allocation to these assets to meet the target return after fees is provided below.

PORTFOLIO TYPE	TARGET	% AS AT 31/05/23
Growth Portfolio	To generate a return above the liabilities	43%
Matching Portfolio	To manage interest rate and inflation risk	57%
Total		**100%**

The allocation between these assets varies over time to meet the objective. The Fiduciary Manager is accountable for managing the allocation to and within the growth and matching assets in order to meet the objective, within the guidelines set by the Trustees.

Cash balances

In addition to the assets managed by the Fiduciary Manager, the Trustees will run a bank account which holds a working balance of cash, held for imminent payment of benefits, expenses, etc. Under normal circumstances it is not the Trustees' intention to hold a significant cash balance and this is carefully monitored by the Fund's administrators.