

REMUNERATION POLICY

Introduction

BIL Manage Invest (“BMI”, “Company”), as Management Company authorised pursuant to Chapter 15 of the amended Luxembourg Law of 17 December 2010 relating to undertakings for collective investment (“UCI”) and as Alternative Investment Fund Manager (“AIFM”) pursuant to Chapter 2 of the amended Luxembourg Law of 12 July 2013 on alternative investment fund managers (“AIFM Law”) transposing EU Directive 2011/61/EU (“AIFMD”), is required to establish, implement and maintain an overall sound Remuneration Policy (the “Policy”).

In order to reflect BMI’s core values and comply with the regulatory requirements in terms of remuneration policies and principles, this Remuneration Policy has been defined around the following pillars:

1. Maintain a sound and effective risk management framework
2. Attract and retain talent with competitive remuneration packages
3. Ensure primacy of clients’ interests

This Policy shall further aim at aligning the personal objectives of staff members with the long-term interests of the Company. The Policy reflects BMI’s objectives for good corporate governance as well as sustained and long-term value creation. It ensures that BMI is able to attract, develop and retain high-performing and motivated employees in a competitive labour market by acting in the best interests of the funds’ investors.

Remuneration Policy applicable to Identified Staff

The Policy covers the remuneration of Identified Staff: those categories of staff, including senior and executive management risk takers, control functions and any employee receiving total remuneration that takes them into the same remuneration bracket as senior management and risk takers, whose professional activities have a material impact on the risk profiles of BMI or, in its function as AIFM, of the AIFs it manages or, in its function as Management Company, of UCITS under management.

Remuneration of control functions

The remuneration structure of control functions’ personnel will not compromise their independence or create conflicts of interest in their advisory role. Where the staff performing control functions receives variable remuneration, it is based on function specific objectives and will not be determined solely by the group-wide performance. Any conflicts of interests potentially related to the variable remuneration will be properly addressed. Performance and achievement of objectives are assessed by formal evaluation, the results of which will contribute to the determination of the remuneration and the level of any discretionary performance bonus.

Governance

The Board of Directors will monitor compliance with the remuneration Policy on an annual basis. This will include alignment with the business strategy, objectives, values and interest of BMI and the Funds it manages as well as measures to avoid conflicts of interest. Furthermore, at the beginning of each compensation period, the Board shall define clear and measurable objectives that will be the basis of the annual assessment.

Integration of sustainability risks in remuneration

According to article 5 of SFDR, Financial market participants and financial advisers shall include in their remuneration policies information on how those policies are consistent with the integration of sustainability risks and shall publish that information on their websites”.

BMI does not promote in any case the assumption of excessive sustainability risk either in the management of the Company or in the way its portfolios are managed. Furthermore, variable remuneration is not linked to the specific performance of any portfolio or fund and therefore there is not any explicit or implicit incentive to assume undue sustainability risk.

Sustainability risk is a critical factor when establishing targets and evaluating performance within our variable remuneration schemes. All employees on variable remuneration scheme are assessed against a comprehensive set of performance goals, encompassing both qualitative and quantitative aspects, as well as financial and non-financial metrics relevant to their roles.

Furthermore, each employee’s performance objectives are directly linked to risk and compliance performance, including sustainability risk. Adherence to our internal policies is rigorously evaluated, and this assessment can impact the outcome of the variable remuneration scheme. In essence, BMI’s variable remuneration serve multiple purposes: they align employee incentives with the long-term interests of our clients, contribute to BMI’s sustained success, and foster a robust risk management culture that prioritizes sustainability risks. In the event that BMI delegates its portfolio management activity to a third-party investment manager such delegate shall ensure that it adopts remuneration policies and procedures which are consistent with the integration of sustainability risks, provided that sustainability risks are integrated into the investment decision-making process. BMI shall seek periodic confirmations from each Delegated investment manager that these policies are being complied with and the remuneration structures are not encouraging excessive risk-taking with respect to sustainability risks and remuneration is limited to risk adjusted performance.

Disclosure

Without prejudice to confidentiality and data protection provisions, relevant information on the Policy and any updates in case of Policy change shall be disclosed by BMI in a clear and easily understandable way to relevant stakeholders, including to the external auditors and the CSSF, upon request.

Investors can find more details about the Remuneration Policy in the annual reports of BMI and may request free of charge additional information as well as a paper copy of the remuneration Policy by contacting the Company directly.