## LAND ROVER PENSION SCHEME

# ANNUAL REPORT AND FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2025

Registrar of Occupational and Personal Pension Schemes Registration Number 10252894

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#### SCHEME ADVISERS AND PRINCIPAL EMPLOYER

TRUSTEE Jaguar Land Rover Pension Trustees Limited

Registered Office: Abbey Road, Whitley

Coventry

Warwickshire, CV3 4LF

SECRETARY TO TRUSTEE H Cairns

**SECRETARY TO TRUSTEE** 

**DIRECTORS** 

R Brown

CONTACT FOR SCHEME R Brown

RELATED ENQUIRIES Abbey Road, Whitley

Coventry

Warwickshire, CV3 4LF

Email: rbrown19@jaguarlandrover.com

PRINCIPAL EMPLOYER Jaguar Land Rover Limited

Abbey Road, Whitley

Coventry

Warwickshire, CV3 4LF

SCHEME ADMINISTRATOR Aptia UK Limited

Post Handling Centre

Maclaren House, Talbot Road

Stretford

Manchester M32 0FP

Email: landrover@aptia-UK.com

SCHEME ACTUARY Lynda Whitney FIA

Aon Solutions UK Limited

Aon, 3rd Floor, Epsom Gateway, 2 Ashley Avenue

Epsom, Surrey, KT18 5AL

INDEPENDENT AUDITORS PricewaterhouseCoopers LLP

1 Embankment Place London, WC2N 6RH

BANKERS Royal Bank of Scotland

London Corporate Banking Centre 62 – 63 Threadneedle Street

London, EC2R 8LA

**LEGAL ADVISERS** Squire Patton Boggs (UK) LLP

Rutland House, 148 Edmund Street,

Birmingham, B3 2JR

Linklaters LLP
1 Silk Street

London, EC2Y 8HQ

## SCHEME ADVISERS AND PRINCIPAL EMPLOYER (CONTINUED)

COVENANT ADVISER Ernst & Young LLP

1 More London Place London, SE1 2AF

**INVESTMENT CONSULTANTS** Hymans Robertson LLP

Exchange Place One 1 Semple Street Edinburgh, EH3 8BL

FIDUCIARY INVESTMENT

**MANAGER** 

Willis Towers Watson Limited

Watson House

London Road

Reigate, Surrey, RH2 9PQ

**CUSTODIAN** The Northern Trust Company Limited

50 Bank Street Canary Wharf London, E14 5NT

**INVESTMENT MANAGERS** 

17 Capital

Alliance Bernstein (until 23 October 2024)

Advent International

Aikya Investment Management

Alpha Real Capital

Alvarium (formerly known as LJ Capital)

American Securities LLC Ancala Partners LLP Ascend Capital Partners

Aviva Investors Management Limited

**AXA Investment Management** 

**Brentwood Associates** 

BlackRock (until 30 June 2024) Cabot Square Capital LLP CarVal Investors LP

CDH Investments Energy Capital Partners LLP

**Equitix Investment Management Limited** 

Folium Capital

ForgePoint Capital (formerly known as Trident Capital)

First Property Asset Management Limited

Georgian Partners

**GI Partners** 

**Greencoat Capital** 

HayFin Direct Lending GP Limited Insight Investment Management Knight Frank Investment Management

## SCHEME ADVISERS AND PRINCIPAL EMPLOYER (CONTINUED)

#### **INVESTMENT MANAGERS (continued)**

Legal & General Investment Management

LibreMax Capital

Macquarie Investments (UK) Limited

Man AHL Pure Momentum Plus (from 9 April 2024)

**Newmarket Capital** 

Northern Trust Global Investments

NSSK (INTL) Investments LP

Partners Group Management

**Pretium Partners** 

**Phoenix Property Investors** 

Rivage Investments

Robeco Investment Management

Schroders Investment Management Limited

Sun Capital Partners

**SUSI Partners** 

**Towers Watson Investment Management** 

Waterfall Asset Management LLC

Waypoint Asset Management

**AVC MANAGERS** 

Legal & General Assurance (Pensions Management) Limited

Prudential Assurance Company Limited

#### REPORT OF THE TRUSTEE

The Trustee of Land Rover Pension Scheme (the "Scheme") is pleased to present its report together with the financial statements for the year ended 31 March 2025.

The Scheme was established in November 2000 and is governed by a definitive Trust Deed as amended from time-totime. The Scheme was closed to new members in April 2010.

The Scheme is an occupational defined benefits pension plan and has historically provided a pension based on a member's final salary at retirement. In 2017, the structure of the defined benefits paid to members was changed from a final salary benefit to a career average revalued earnings benefit. The changes took effect from 5 April 2017.

Under the new arrangement, the pension a member has built up to 5 April 2017 will be based on the member's pensionable pay at 5 April 2017. To help keep up with the cost of living, the pension increases each year until a member retires. The increase is the Consumer Price Index (CPI) plus 0.5% up to a maximum of 2.5% every year.

From 6 April 2017 the accrual of pension is based on the member's pensionable pay each year. To help keep up with the cost of living, the pensionable pay is revalued by CPI plus 0.5% per annum up to a maximum of 2.5% per annum. Each year of service is then aggregated and added to the pension at 5 April 2017 (as revalued) to reach the final pension payable. The Trustee believes that this arrangement is more equitable to the members overall and will benefit lower paid members of the Scheme. In addition, members have the option each year to choose between a higher or lower rate for future accrual depending on the rate of contributions.

#### PRINCIPAL EMPLOYER

The Scheme was established to provide pensions and other related benefits to eligible employees of the Principal Employer, Jaguar Land Rover Limited.

#### MANAGEMENT OF THE SCHEME

Jaguar Land Rover Pension Trustees Limited acted as Trustee of the Scheme for the year ended 31 March 2025.

The power of removing and appointing the Trustee is vested in the Principal Employer. This power can be exercised only after consultation with the relevant trade unions and any replacement must be a body structured in a similar way as Jaguar Land Rover Pension Trustees Limited. The appointment and removal of the Trustee Directors is governed by the Articles of Association of Jaguar Land Rover Pension Trustees Limited, and the terms of the Member Nominated Director opt out.

The Board has a complement of 12 Trustee Directors and is composed of 6 nominated by the Principal Employer, 4 nominated by the trade unions and 2 by election amongst the pensioner members. A resolution was passed in July 2023 which amended the quorum from 8 to 6 directors of which at least 2 must be member nominated directors and 2 must be company nominated directors.

The Trustee Directors are required to discharge their responsibilities to the Scheme on a completely independent basis and in the interests of all the members.

The principal functions of the Trustee are to:

- administer the Scheme in accordance with its Trust Deed and Rules; and
- invest the Scheme's assets with an appropriate degree of security to provide income and capital appreciation such that the Scheme is able to meet pension and other benefit liabilities, both now and in the future.

Any further information regarding the Scheme should be requested from R Brown and member related queries should be addressed to the Scheme administrator. See page 2 for details.

#### **SCHEME ADMINISTRATOR**

Aptia UK Limited is the pension administration service provider for the Scheme.

Enquiries about the Scheme generally or about an individual's entitlement to benefits should be addressed to the Scheme administrator at the address on page 2.

## REPORT OF THE TRUSTEE (CONTINUED)

#### **GMP EQUALISATION**

In October 2018, the High Court determined that benefits provided to members who had contracted out of their pension scheme must be recalculated to reflect the equalisation of state pension ages between May 1990 and April 1997 for both men and women. The Trustee is now reviewing, with its advisers, the implication of this ruling on the Scheme and the equalisation of guaranteed minimum pensions (GMP) between men and women, in the context of the rules of the Scheme and the value of any liability. As soon as this review is finalised and any liability quantified, members will receive further communication and any impact on financial reporting will be considered by the Trustee.

In November 2020, the High Court handed down a further judgment on the GMP equalisation case in relation to the Lloyds Banking Group pension schemes. This follows from the original judgment in October 2018 which confirmed that pension schemes need to equalise pensions for the effect of unequal GMPs between males and females. These judgments confirm that defined benefit schemes which provide GMPs, need to revisit and where necessary top up historic Cash Equivalent Transfer Values that were calculated based on unequalised benefits. The Trustee continues to assess the financial impact on the Scheme.

#### **VIRGIN MEDIA CASE**

In June 2023, the High Court handed down a decision in the Virgin Media Ltd versus NTL Pension Trustees II Ltd, which considered the implications of section 37 of the Pension Schemes Act 1993, which required that the rules of a salary-related contracted-out pension scheme cannot be altered, in relation to post April 1997 service, unless the actuary confirmed that the scheme would continue to satisfy the statutory standards. The High Court found that, where the required actuarial confirmation was not supplied, the effect of section 37 was to render the relevant amendment to any contracted-out right automatically void. It also held that references in the legislation included both past and future service rights and that the requirement for actuarial confirmation applied to all amendments to the rules of a contracted-out scheme. This decision was appealed to the Court of Appeal and, in July 2024, the Court of Appeal upheld the decision of the High Court.

In June 2025, the Government announced that it will introduce legislation to give affected pension schemes the ability to retrospectively obtain written actuarial confirmation that historic benefit changes met the necessary standards.

The Trustee is monitoring the position and will consider the possible implications, if any, for the Scheme of the above with its advisers and what steps, if any, it wishes to take. Therefore, it is not possible, at present, to estimate the potential impact, if any, on the Scheme.

#### TRUSTEE OF THE SCHEME

Jaguar Land Rover Pension Trustees Limited acts as Trustee to the Land Rover Pension Scheme, the Jaguar Pension Plan and the Jaguar Executive Pension Plan.

Trustee Directors:

#### **Company-Nominated Directors**

R Lummis (Chair)

\* Dalriada Trustees Limited (appointed 16 October 2024)

\*\*\*\*

E Bolton

\*\*\*\*

G Dixon

\*\*\*

K Close

\*\*\*

S Stephenson (Deputy Chair)

\*\*\*

\*\*\*

\*\*\*

#### **Member-Nominated Directors**

 D Betteley
 \*\*
 M Sinclair-Taylor
 \*

 D Cotterill
 \*\*\*
 S Evans
 \*

 W Culshaw
 \*\*\*
 P Lumsden
 \*

- \* Member of Land Rover Pension Scheme
- \*\* Member of Jaguar Executive Pension Plan
- \*\*\* Member of Jaguar Pension Plan
- \*\*\*\* Member of Jaguar Land Rover Defined Contribution Fund
- \*\*\*\*\* Independent Professional Trustee

#### REPORT OF THE TRUSTEE (CONTINUED)

#### TRUSTEE OF THE SCHEME (continued)

The Trustee met four times during the year.

Three Trustee Directors receive remuneration for services provided to the Scheme and are paid from Scheme assets. One Trustee Director receives £45,000 p.a. whilst the other two Trustee Directors receive maximum remuneration of £10,000 p.a for their role as Trustee Director. Dalriada Trustees Limited are paid on a time spent basis. None of the other Trustee Directors receive any remuneration for their services provided other than out of pocket expenses.

The Trustee Directors have received training in all aspects of the Scheme. It is the intention to carry on with this process each year to increase the Directors' level of knowledge and understanding of the Scheme. The Trustee Board has five sub committees which operate as described below:

**The Discretionary Committee** deals with the distribution of death benefits payable under the Scheme, considers claims for III Health Early Retirement Benefit and exercises other discretions of the Trustee.

**The Financial Strategy Committee** proposes and monitors the financial strategy adopted by the Scheme, oversees the actuarial valuation process and seeks to balance and mitigate risk in collaboration with the Principal Employer.

The Risk, Audit & Governance Committee reviews and makes recommendations about changes to the Scheme rules and changes to member booklets. It monitors and reviews the Scheme administrator, legal adviser and auditors. It also reviews the Scheme's annual report and financial statements together with the Scheme's Risk Register and liaises with the independent auditors.

The Investment Implementation Committee oversees and monitors the execution of the investment strategy.

**The Guaranteed Minimum Pension (GMP) Equalisation Committee** is responsible for making a recommendation to the Board on the approach that should be adopted on GMP equalisation.

#### **ACTUARIAL VALUATION**

The Scheme is subject to an Actuarial Valuation every three years which is prepared by the Scheme Actuary.

The most recent valuation was carried out by the Scheme Actuary, Lynda Whitney, with an effective date of 31 March 2024. The purpose of this review was to confirm the financial position of the Scheme and to recommend the rates of contributions payable to the Scheme in the future. The valuation revealed that there was a surplus of assets relative to the Scheme's technical provisions at 31 March 2024 of £86m. As the valuation revealed a surplus, the Trustee agreed with the Principal Employer that the Principal Employer would not be required to make any deficit funding payments.

## REPORT OF THE TRUSTEE (CONTINUED)

#### **REPORT ON ACTUARIAL LIABILITIES**

As required by Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" (FRS 102), the financial statements do not include liabilities in respect of promised retirement benefits

Under section 222 of the Pensions Act 2004, every scheme is subject to the Statutory Funding Objective, which is to have sufficient and appropriate assets to cover its technical provisions, which represent the present value of benefits to which members are entitled based on pensionable service to the valuation date. This is assessed at least every 3 years using assumptions agreed between the Trustee and the Principal Employer and set out in the Statement of Funding Principles, a copy of which is available to Scheme members on request.

The most recent triennial actuarial valuation of the Scheme was carried out as at 31 March 2024. The results of the technical provisions of this triennial valuation and how this compares to the previous triennial valuation is set out below.

	2024	2021
	£m	£m
Value of assets available to meet technical provisions	2,692	4,134
Value of liabilities in respect of technical provisions	(2,606)	(4,234)
Surplus/(Deficit)	86	(100)
Funding level	103%	98%

Between 31 March 2021 and 31 March 2024 the funding level improved and the deficit became a surplus. The main reasons for this were investment returns on the assets and contributions paid in excess of the cost of accrual, with the change in assumptions adopted for the 2024 valuation and positive member experience also having an impact.

Although there are no current plans to discontinue the Scheme and buy out liabilities with an insurance company, the Trustee also considers the level of funding relative to the estimated costs of such a buy out (known as "solvency liabilities") and equivalent information on this basis at the triennial valuation date of 31 March 2024 is provided below:

	2024
	£m
Value of assets available to meet solvency liabilities	2,692
Value of solvency liabilities	(3,501)
Deficit	(809)
Solvency level	77%

The value of technical provisions is based on Pensionable Service to the valuation date and assumptions about various factors that will influence the Scheme in the future, such as the future level of investment returns and inflationary increases, when members will retire and how long members will live. The method and significant actuarial assumptions used in the calculations are as follows:

#### Method

The actuarial method used in the calculation of the technical provisions is the Projected Unit Method.

2024

## REPORT OF THE TRUSTEE (CONTINUED)

#### **REPORT ON ACTUARIAL LIABILITIES (continued)**

#### Significant actuarial assumptions

Discount rate (non-CDI portfolio):	UK Government Gilt Nominal Yield Curve plus 1.25% p.a.
Discount rate (CDI portfolio):	UK Government Gilt Nominal Yield Curve plus 0.80% p.a.
Retail Prices Index (RPI) inflation:	UK Government Gilt implied RPI Curve
Consumer Prices Index (CPI) inflation:	RPI less 0.9% p.a. to 2030 and RPI less 0.1% p.a. thereafter
Post retirement mortality assumption (normal health) – base table:	SAPS S3 Normal Health Middle Amounts ("S3NA_M") tables with best estimate individual scaling factors
Post retirement mortality assumption (normal health) – future improvements:	CMI 2023 (Sk=7.0, A=0.25%, w2020=0%, w2021=0%, w2022=15%, w2023=15%) projections with a long-term improvement rate of 1.5% p.a.
Commutation (% of maximum lump sum taken):	85% (active members) / 75% (deferred members)

The next triennial statutory valuation will be carried out as at 31 March 2027.

#### **CONTRIBUTIONS**

The Schedule of Contributions in effect at the start of the year was certified by the Scheme Actuary on 31 March 2023 which was then replaced by the Schedule of Contributions that was certified on 10 January 2025. Under these Schedules, the Trustee and Principal Employer agreed a mechanism under which employer normal contributions for active members are to be assessed and updated on a quarterly basis, subject to Principal Employer contributions being no less than 10% and no higher than 25% of Pensionable Earnings. Under the Schedules, employer normal contributions for active members over the year were 10% of Pensionable Earnings.

In addition, under the Schedules, other contributions are payable by the Principal Employer:

- Agreed expenses of administering the Scheme.
- To meet PPF levies and other levies collected by the Pensions Regulator.
- In respect of early retirements at the request of (including as a result of redundancy) or with the consent of the Principal Employer in some circumstances.
- · To cover the cost of discretionary benefits and augmentations granted with Principal Employer consent.

In addition, under the Schedules of Contributions, Active members are contributing either at the lower rate pay of 7% of Pensionable Earnings or at the higher rate pay of 11% of Pensionable Earnings.

For members who participate in the salary sacrifice arrangement, the employer pays the contributions that would otherwise have been paid by the member had they not been a salary sacrifice member.

The Summary of Contributions payable to the Scheme during the year is set out on page 50.

The latest actuarial certificate of the Schedule of Contributions is set out on page 51.

## REPORT OF THE TRUSTEE (CONTINUED)

#### **FINANCIAL REVIEW**

The Scheme's financial statements on pages 25 to 48 have been prepared and audited in accordance with regulations made under sections 41(1) and (6) of the Pensions Act 1995.

The Fund Account on page 25 shows that the net withdrawals arising from dealings with members for the year ended 31 March 2025 were £60.3m (2024: £42.3m). The net return on the Scheme's investments for the year was a deficit of £148.9m (2024: £84.0m). The Scheme's net assets decreased by £209.2m (2024: £126.3m) in the year to £2,506.0m (2024: £2,715.2m).

#### **TAXATION STATUS**

In accordance with the provision of Schedule 36 of the Finance Act 2004, the Scheme is a registered pension scheme under Chapter 2 of part 4 of the Finance Act 2004.

#### TRANSFER VALUES

All transfer values paid out during the period under review were calculated in accordance with the legislation governing such calculations. No discretionary benefits are included in the calculation of transfer values.

#### PENSION INCREASES

The Scheme guarantees to increase pension in payment in excess of Guaranteed Minimum Pension (GMP) by 5% per annum or by the increase in CPI, if less, for pre-CARE service and 2.5% per annum or the increase in CPI, if less, for CARE service.

An increase of 3.4% for pre-CARE members (supplementary members also 3.4%) and an increase of 2.5% for CARE members was paid in May 2024 (2023: pre-CARE 5.0% and CARE 2.5%), to members who retired before 1 April 2017.

For those members over GMP payment age and as required under contracting out regulations, GMPs accrued after April 1988 were increased in payment by 3.0% as at May 2024 (2023: 3.0%). Increases to GMPs accrued before 6 April 1988 are paid by the State.

There were no discretionary pension increases during the year.

## REPORT OF THE TRUSTEE (CONTINUED)

#### **MEMBERSHIP**

Details of the current Scheme membership and movements during the year are provided below:

	31 March 2025	31 March 2024
Active members		
Opening members	3,117	3,195
Adjustments	(6)	(1)
Retirements	(80)	(39)
Deaths	(3)	(4)
Members leaving with preserved benefits	(52)	(26)
Full commutations	(3)	-
Transfers out during the year	-	(2)
Opt outs/No liability	<u></u> _	(6)
Active members at the end of the year	2,973	3,117
Preserved and deferred members		
Opening members	2,000	2,080
Adjustments	(1)	(7)
Leavers with preserved benefits	52	26
Retirements	(139)	(89)
Transfers out during the year	(12)	(3)
Deaths	(6)	(6)
Full commutations	(1)	-
Opt outs/No liability	<u> </u>	(1)
Preserved and deferred at the end of the year	1,893	2,000
Pensioners		
Opening members	4,693	4,604
Adjustments	23	8
Retirements	219	128
New spouses and dependants	63	37
Full commutations	-	(1)
Deaths	(85)	(74)
Pensions ceased	(6)	(9)
Pensioners at the end of the year	4,907	4,693
Total membership at the end of the year	9,773	9,810

Pensioners include 713 (2024: 647) members receiving a pension upon the death of their spouse or a child's pension.

The membership figures at the year end do not include movements notified to the administrator after the completion of the annual renewal.

The adjustments shown above reflect movements notified to the administrator after the completion of the annual renewal.

## REPORT OF THE TRUSTEE (CONTINUED)

#### CYBER INCIDENT AT JLR

Set out below is a statement dated 6 October 2025 from Jaguar Land Rover Limited regarding the recently reported and ongoing cyber incident. The Trustee continues to work with the Principal Employer to mitigate any potential impact on the pension scheme and is also in liaison with the relevant regulators.

#### "Overview of the incident

On 31 August 2025, at approximately 6am BST, we became aware of accessibility issues at our Nitra manufacturing facility in Slovakia. The accessibility issues were swiftly investigated and determined to be linked to potential unauthorised access affecting common foundational production services across our facilities. This was swiftly investigated by our Global Cyber Security and IT Teams, who in turn identified the access issue as part of a cybersecurity incident by an unauthorised third party.

In response to this development, we took immediate action to mitigate the impact of the incident by proactively shutting down our systems and engaging third-party cybersecurity experts. We are now working at pace with our experts to restart our global operations in a safe and controlled manner. This week we informed colleagues, suppliers and partners that some sections of our manufacturing operations will resume in the coming days.

Our forensic investigation into the incident is ongoing and we continue to work alongside our third party cybersecurity specialists, the UK NCSC and law enforcement. We will provide you with further information, as appropriate, as our investigation progresses.

#### Data impact

We are continuing to investigate the exact scope, nature and extent of data impacted by the incident. We have been informing relevant regulators, including the ICO and FCA and, as our investigation progresses, we will notify anyone, as appropriate, if we find that their data has been impacted."

## REPORT OF THE TRUSTEE (CONTINUED)

#### **INVESTMENT REPORT**

#### Investment strategy

The Trustee's long-term objective is to reach full funding on a prudent measure of liabilities to enable the Scheme to invest 100% of assets into a cashflow driven investment ("CDI") portfolio that generates cash to fund benefits as they fall due, while maintaining a low level of investment risk. As the proportion of pensioner liabilities and funding level increases, the Trustee intends to switch assets from the return-seeking and Liability Driven Investment (LDI) portfolios to the CDI portfolio so that a low level of investment risk is in place as the Scheme approaches full funding on the CDI basis.

In order to achieve this objective, the Trustee has received advice to determine an appropriate investment strategy for the Scheme. This advice is reviewed regularly. The actions taken to achieve the investment strategy are:

- Use a range of instruments that provide a better match to changes in the Scheme's liabilities (payments that the Scheme is obligated to pay to pensioners);
- Diversify the Scheme's return-seeking assets; and
- Use active management where the Trustee believes that active managers can improve risk-adjusted returns.

The investment strategy is therefore split into CDI, return-seeking and liability matching assets:

- The Scheme's CDI investments seek to generate sufficient cashflows to meet pensioner benefit payments as
  they fall due. These investments include buy and maintain investment grade credit, secure income investments,
  alternative credit, and UK government bonds.
- The Scheme's 'return-seeking' investments seek to generate sufficient return in excess of the Scheme's liabilities to meet the Scheme's funding objective over the long-term. These investments can include a range of different assets including global equity, sovereign and corporate credit, property, infrastructure, hedge funds (and similar strategies), private equity and secure income alternatives funds. Active management is used where the Trustee believes that active managers can increase return and where fees are considered reasonable.
- The Scheme's 'liability matching' assets seek to 'match' changes in the value of a proportion of the Scheme's non-pensioner liabilities in response to changes in interest rates and inflation. The matching portfolio includes bonds, interest rate and inflation swaps, gilt repurchase agreements and cash.

The Trustee recognises that a company's long-term financial success can be influenced by a wide range of factors including environmental, social and corporate governance (ESG) issues. The Trustee's policy is to be an active long-term investor. The Trustee delegates investment manager selection, de-selection and ESG integration to the Fiduciary Manager. The Trustee's focus is primarily on financially material considerations rather than non-financially material or ethical considerations.

The Trustee has given the Fiduciary Manager a target return for delegated mandates which, overall, will align to deliver the broader Scheme investment strategy. The LDI manager also has a target benchmark against which to manage their mandate. The Trustee reviews the nature of Scheme investments on a regular basis, with particular reference to suitability and diversification. The Trustee has delegated implementation of the investment strategy to the Fiduciary Manager and LDI manager, both within agreed guidelines. The Fiduciary Manager is responsible for ensuring the appropriateness of each manager and mandate for the Scheme, particularly in relation to diversification, risk, expected return and liquidity. The Trustee recognises the long-term nature of its liability profile and sets mandate guidelines designed to generate long term sustainable returns. Performance is reviewed on a regular basis against a series of metrics, including financial performance relative to the benchmark and objectives, the exercise of stewardship responsibilities (including engagement with issuers), and the management of risks. Material deviation from performance or risk targets is likely to result in the mandate being formally reviewed.

#### REPORT OF THE TRUSTEE (CONTINUED)

#### **INVESTMENT REPORT (continued)**

#### Investment strategy (continued)

The Investment Consultant (Stratgic Investment Advisor) advises on the overarching ESG approach taken by the Scheme, with implementation provided by the Fiduciary Manager and LDI manager. The Fiduciary Manager has a dedicated Sustainable Investment resource and a network of subject matter experts. The consideration of ESG issues is fully embedded in the investment manager selection and portfolio management process, with oversight undertaken on an ongoing basis, across both the return-seeking portfolio and cashflow matching portfolio (as appropriate). Whilst noting that there may be limitations for each investment manager and asset strategy, the Fiduciary Manager expects investment managers to have ESG processes that align with the investment risk and return characteristics of the strategy. Where an investment manager's processes are deemed insufficient by the Fiduciary Manager and the investment manager does not take steps to improve their approach, the investment manager's position in the portfolio will be reviewed and/or a decision may be taken not to proceed with an investment. The Fiduciary Manager monitors the stewardship and ESG approach of the Scheme's return-seeking investment managers and cashflow matching investment managers (as appropriate) and reports to the Trustee at least once a year.

Both the Fiduciary Manager and Strategic Investment Advisor consider a range of sustainable investment factors, such as, but not limited to, those arising from ESG considerations, including climate change, in the context of a broader risk management framework. The degree to which these factors are relevant to any given strategy is a function of time horizon, investment style, philosophy and particular exposures which the Fiduciary Manager takes into account in the assessment. The Trustee expects the Fiduciary Manager to encourage the Scheme's Investment managers to sign up to local or other applicable Stewardship Codes, in-keeping with good practice, subject to the extent of materiality for certain asset classes. The Fiduciary Manager and the Strategic Investment Advisor are signatories to the Principles for Responsible Investment (PRI) and the UK Stewardship Code and are actively involved in external collaborations and initiatives. The Trustee is a signatory to the 2020 UK Stewardship Code and has provided a statement of compliance which is available at www.frc.org.uk.

The Trustee's policy is to delegate responsibility for the exercising of rights (including voting rights) attaching to investments to the investment managers. The Fiduciary Manager has appointed Hermes EOS to undertake public policy engagement on its behalf as well as company-level engagement and the provision of voting advice for the Scheme's equity investments. The Trustee separately considers any conflicts of interest arising in the management of the Scheme and its investments.

Whilst the Trustee expects performance to be delivered net of costs, including the costs of trading within the portfolio, the Trustee expects the Fiduciary and LDI managers to report on the underlying assets held within the portfolio with a summary of any transactions over the period, on at least an annual basis. The Trustee reviews the costs incurred by the Fiduciary and LDI manager on an annual basis. As part of this review, where possible, the Trustee will compare costs to the theoretical portfolio turnover and cost for an appropriate index.

The Scheme's funding level on a technical provisions basis, a key metric for monitoring the Scheme's progress against its objectives, rose from 98% in the 2021 actuarial valuation to 103% in 2024 actuarial valuation. The Scheme's return seeking and CDI portfolios fell in value; however, this was partially offset by the increase in real gilt yields, which reduced the estimate of the Scheme's liabilities.

As at 31 March 2025 (excluding the administration bank account), 29.3% (2024: 29.4%) of the total investment portfolio was held in the return-seeking portfolio, 45.7% (2024: 45.4%) was invested in the CDI portfolio and 23.5% (2024: 24.4%) was invested in the liability matching portfolio.

#### REPORT OF THE TRUSTEE (CONTINUED)

#### **INVESTMENT REPORT (continued)**

#### Statement of investment principles

In accordance with Section 35 of the Pensions Act 1995, the Trustee has produced a Statement of Investment Principles ('SIP').

The Trustee believes that good investor stewardship and good corporate governance can protect and enhance the value of investments over the long term. The Trustee has delegated day to day stewardship (namely voting and engagement) to its Investment Managers; where investment style and resources permit, it encourages them to adhere to the UK Stewardship Code and to document and disclose their policies on stewardship. The Trustee expects Investment Managers to exercise voting rights where practical and provide reports to the Trustee detailing their voting activity as agreed from time to time. The Trustee will apply this approach to all managers but appreciates that its application may be limited for certain asset classes.

The Trustee's policy is that the extent to which ESG or ethical considerations are taken into account in these decisions is left to the discretion of its Investment Managers. However, the Trustee expects that the extent to which ESG or ethical issues may have a fundamental impact on the portfolio will be taken into account by the Investment Managers in the exercise of their delegated duties. The Trustee monitors the Investment Managers' practices with regards to ESG issues via reporting from the Fiduciary Manager.

A copy of the SIP may be obtained from the contact for enquiries on page 2 or via the website below.

https://members.pensionpal.co.uk/jaguarlandroverpensions

#### Market overview for the year ended 31 March 2025

The US economy grew strongly in 2024, supported by consumer demand and government spending, but more recent survey data points to slowing growth in Q1 2025. The UK economy grew modestly, after a strong first half. The eurozone also experienced growth, but manufacturing weakness weighed on the region. Ostensibly solid growth in China masks divergence within the economy: export-led growth and inventory building has offset weak domestic demand.

Year-on-year headline inflation fell to 2.6%, 2.4% and 2.2% in the UK, US and eurozone, respectively. Core inflation, which excludes volatile food and energy prices, also fell but remains above the headline measure across regions, at 3.4%, 2.8% and 2.4% in the UK, US and eurozone.

The US Federal Reserve and European Central Bank lowered interest rates 1% pa and 1.5% pa, to 4.25–4.5% pa and 2.5% pa, respectively. Given underlying inflation pressures, the Bank of England lowered rates more slowly, but still cut by 0.75% pa, to 4.5% pa. The Bank of Japan raised rates 0.4% pa, to 0.5% pa.

US 10-year yields were volatile but ended the period where they started, at 4.2% pa. Meanwhile, German yields climbed 0.4% pa as investors anticipated heavier issuance and stronger growth after government spending pledges on defence and infrastructure. UK yields rose 0.7% pa, to 4.7% pa, as the Autumn Budget implied higher gilt issuance. Japanese yields increased 0.8% pa on persistent inflation and monetary policy normalisation.

European investment-grade credit spreads narrowed, driven by optimism around fiscal support, with sterling investment-grade spreads falling 0.1% pa, to 1.1% pa. US speculative-grade spreads rose 0.4% pa, to 3.5% pa, while equivalent European spreads fell 0.3% pa, to 3.3% pa.

Despite falling in Q1 2025 as sentiment towards US assets faltered, the trade-weighted US dollar rose 4%. The Japanese trade-weighted yen gained 2.2% on narrowing interest-rate differentials, while equivalent sterling and euro measures rose 2.6% and 0.4%. Oil prices fell 14.5% as slowing growth affected the demand outlook, while gold surged 41.4% to all-time highs amid rising economic uncertainty.

#### REPORT OF THE TRUSTEE (CONTINUED)

#### **INVESTMENT REPORT (continued)**

Global equities rose 8.0% over the period, with falls in Q1 2025. Emerging markets outperformed, supported by policies announced by Chinese authorities in mid-2024 and renewed optimism towards Chinese technology stocks. The UK outperformed thanks to its above-average exposure to financials, while strong consumer spending supported modest US outperformance. European stocks underperformed on a more cautious outlook for luxury consumer discretionary companies. Japan was the worst-performing region as yen strength and trade headwinds affected the export-oriented market.

The MSCI UK Monthly Property Total Return Index rose 8.5% in 2024, as a 2.5% gain in aggregate capital values supplemented income: industrials and retail values rose 5.1% and 2.9%, respectively, while offices fell 3.1%.

#### Investment risk

The Trustee manages investment risk, including credit risk and market risk, within agreed risk limits, which are set considering the Scheme's strategic investment objectives. The Trustee's risk management policy is documented in its SIP, referred to on the previous page.

These investment objectives and risk limits are implemented through the investment management agreements in place with the Scheme's Fiduciary Manager and LDI manager and monitored by the Trustee through regular reviews of the investment portfolios. The Fiduciary Manager invests in underlying investment managers in line with its investment manager agreement with the Trustee.

#### Credit risk

The Scheme is subject to credit risk as the Scheme invests in bonds, over the counter (OTC) derivatives, has cash balances, enters repurchase agreements and undertakes stock lending activities. Bonds and equities are both used in stock lending transactions.

Credit risk arising on bonds is mitigated by investing in government bonds where the credit risk is minimal, or corporate bonds which are rated at least investment grade. The Scheme has direct exposure to bonds through its liability matching and CDI portfolios. Credit risk arising on derivatives depends on whether the derivative is exchange traded or over the counter (OTC). OTC derivative contracts are not guaranteed by any regulated exchange and therefore the Scheme is subject to risk of failure of the counterparty. The credit risk for OTC swaps is reduced by collateral arrangements.

Cash is held within financial institutions which are at least investment grade credit rated.

The Trustee manages the credit risk arising from stock lending activities by restricting the amount of overall stock that may be lent, only lending to Northern Trust (custodian) approved borrowers, limiting the amount that can be lent to any one borrower and putting in place collateral arrangements. Credit risk on repurchase agreements is mitigated through collateral arrangements.

The Scheme is also indirectly exposed to credit risk arising on some of the financial instruments held by the pooled investment vehicles. Direct credit risk arising from pooled investment vehicles is mitigated by the underlying assets of the pooled arrangements being ring-fenced from the pooled manager, the regulatory environments in which the pooled managers operate and diversification of investments amongst a number of pooled arrangements. The Fiduciary Manager carries out due diligence checks on the appointment of new pooled investment managers and on an ongoing basis monitors any changes to the regulatory and operating environment of the fund manager.

The Scheme is also indirectly exposed to credit risk on bonds, cash, OTC derivatives, infrastructure and loans held by the pooled investment vehicles. The pooled investment arrangements used by the Scheme comprise a wide range of legal structures, which are detailed in Note 14 to the Financial Statements.

#### REPORT OF THE TRUSTEE (CONTINUED)

#### **INVESTMENT REPORT (continued)**

#### **Currency risk**

Some of the Scheme's investments are held in overseas markets and the Scheme invests in pooled funds which are denominated in currencies other than Sterling. The Scheme manages currency risk by the implementation of a currency hedging programme through:

- · Currency hedging carried out by some of the Scheme's investment managers; and
- A separate currency hedging overlay

Collectively, these reduce the impact of exchange rate movements on the Scheme's asset value.

The Trustee acknowledges that there is a cost to currency hedging. This cost varies depending on the currency being hedged. Exposure to overseas currencies is delegated to the Fiduciary Manager, and the Scheme updated the hedging policy to now hedge overseas exposure in the return seeking portfolio using hedged share classes where available with the remaining currency remaining unhedged. This was done to provide additional collateral headroom and resulted in higher USD exposure as noted below. Any overseas currency exposure obtained through the CDI portfolio is expected to be hedged back to Sterling, except for where the cost of doing so is prohibitive. As at 31 March 2025, the Scheme's exposure to currencies other than Sterling within the CDI portfolio was 0% (2024: 2%). The liability matching portfolio invests solely in Sterling denominated assets. As at 31 March 2025, the Scheme's exposure to currencies other than Sterling within the return seeking portfolio was 56% (2024: 28%).

#### Interest rate risk

Some of the Scheme's investments are held in bonds, bond funds, cash and other pooled funds, and derivative instruments, including repurchase agreements, whose value is linked to interest rates. The majority of the Scheme's exposure to interest rate risk arises from the CDI and in liability matching portfolios. The value of interest-rate-sensitive assets changes in response to changes in interest rates as follows:

If interest rates fall, these assets will rise (all else being equal). This increase in value will help to match or offset some of the increase in the value of the Scheme's actuarial liabilities arising from a fall in the discount rate (which is linked to interest rates).

If interest rates rise, these assets will fall (all else being equal). This decrease in value will be offset by a decrease in the value of the Scheme's actuarial liabilities arising from an increase in the discount rate (which is linked to interest rates).

The Scheme is also exposed to interest rate risk through some of its return-seeking investments - indirect exposure through investment in credit and cash pooled investment vehicles. The Scheme's investments in secure income assets may also be exposed to interest rate risk depending upon their composition at the time. The managers will consider the risk and expected reward when determining which investments to invest in.

#### Other price risk

The Scheme holds a range of pooled investment vehicles within its return-seeking portfolio. These are subject to price risk, as are the exchange-traded forward foreign currency contracts held. The Scheme manages its exposure to overall price movements by constructing a diverse portfolio of investments across various markets. For pooled funds, the fund strategy determines the investments held. Careful selection of the funds and diversification across several funds, mitigates price risk in the context of expected returns. The Trustee receives regular reports from its Fiduciary Manager to help manage this risk.

## REPORT OF THE TRUSTEE (CONTINUED)

#### **INVESTMENT REPORT (continued)**

#### Return on investments

The Scheme's asset value fell over the year. This was in part due to the rise in gilt yields over the year. Cashflows out of the Scheme to meet benefit payments also contributed. As there was also a fall in liability value over the period, more than that of the assets, the Scheme's funding level improved.

Investment performance over the year was driven by falls in the value of the liability matching and cashflow driven portfolios as gilt yields rose significantly over the period. The Scheme's return seeking portfolio also decreased in value over the year.

#### Investment arrangements

During the year ended 31 March 2025, the Scheme implemented changes at the discretion of the Fiduciary Manager. The Scheme appointed one new manager:

Manager	Commitment Value *
Return Seeking	
Man AHL Pure Momentum Plus	£23.5m

<sup>\*</sup>The amounts shown are for the initial commitment made to this manager

Assets used to fund these managers came from available cash of full or partial disinvestments from other investment managers.

## REPORT OF THE TRUSTEE (CONTINUED)

#### **INVESTMENT REPORT (continued)**

The table below details the Scheme's investment arrangements (excluding AVCs); value, weight, and performance over 1 and 3 years to 31 March 2025. The return seeking and CDI portfolios are managed by Willis Towers Watson on a delegated basis. The liability matching portfolio is managed by Legal & General Investment Management.

	Fund Performance		Benchmark Pe	rformance	
Value	Weight	1 year	3 years	1 year	3 years
(£m)	(%)	(%)	(% pa)	(%)	(%pa)
130.2	5.3	-0.6	-	5.6	-
79.5	3.2	-3.0	0.6	4.1	4.1
66.9	2.7	6.5	6.2	3.8	6.6
21.0	0.9	-	-	-	-
34.2	1.4	2.6	-10.3	2.6	-10.3
25.6	1.0	4.8	-	5.1	-
269.3	10.9	-0.7	1.1	5.8	7.3
96.5	3.9	4.8	6.5	4.8	6.5
723.2	29.3	2.6	1.2	11.1	9.5
434.8	17.7	0.2	-4.1	-6.0	-11.7
383.6	15.6	-1.5	-6.9	-1.5	-6.9
13.2	0.5	29.5	16.6	7.2	7.1
143.6	5.8	9.1	5.5	5.6	5.4
117.1	4.8	-16.3	-21.5	-16.3	-21.5
31.8	1.3	4.6	3.8	4.6	3.8
1,124.1	45.7	-0.8	-6.4	-3.9	-9.7
579.1	23.5	-20.8	-47.9	-20.8	-47.9
2,461.6	100.0	-5.5	-13.0	-4.8	-12.0
	(£m)  130.2 79.5 66.9 21.0 34.2 25.6 269.3 96.5 723.2 434.8 383.6 13.2 143.6 117.1 31.8 1,124.1 579.1	(£m)         (%)           130.2         5.3           79.5         3.2           66.9         2.7           21.0         0.9           34.2         1.4           25.6         1.0           269.3         10.9           96.5         3.9           723.2         29.3           434.8         17.7           383.6         15.6           13.2         0.5           143.6         5.8           117.1         4.8           31.8         1.3           1,124.1         45.7           579.1         23.5	Value (£m)         Weight (%)         1 year (%)           130.2         5.3         -0.6           79.5         3.2         -3.0           66.9         2.7         6.5           21.0         0.9         -           34.2         1.4         2.6           25.6         1.0         4.8           269.3         10.9         -0.7           96.5         3.9         4.8           723.2         29.3         2.6           434.8         17.7         0.2           383.6         15.6         -1.5           13.2         0.5         29.5           143.6         5.8         9.1           117.1         4.8         -16.3           31.8         1.3         4.6           1,124.1         45.7         -0.8           579.1         23.5         -20.8	Value (£m)         Weight (%)         1 year (%)         3 years (% pa)           130.2         5.3         -0.6         -           79.5         3.2         -3.0         0.6           66.9         2.7         6.5         6.2           21.0         0.9         -         -           34.2         1.4         2.6         -10.3           25.6         1.0         4.8         -           269.3         10.9         -0.7         1.1           96.5         3.9         4.8         6.5           723.2         29.3         2.6         1.2           434.8         17.7         0.2         -4.1           383.6         15.6         -1.5         -6.9           13.2         0.5         29.5         16.6           143.6         5.8         9.1         5.5           117.1         4.8         -16.3         -21.5           31.8         1.3         4.6         3.8           1,124.1         45.7         -0.8         -6.4           579.1         23.5         -20.8         -47.9	Value (£m)         Weight (%)         1 year (%)         3 years (% pa)         1 year (%)           130.2         5.3         -0.6         -         5.6           79.5         3.2         -3.0         0.6         4.1           66.9         2.7         6.5         6.2         3.8           21.0         0.9         -         -         -           34.2         1.4         2.6         -10.3         2.6           25.6         1.0         4.8         -         5.1           269.3         10.9         -0.7         1.1         5.8           96.5         3.9         4.8         6.5         4.8           723.2         29.3         2.6         1.2         11.1           434.8         17.7         0.2         -4.1         -6.0           383.6         15.6         -1.5         -6.9         -1.5           13.2         0.5         29.5         16.6         7.2           143.6         5.8         9.1         5.5         5.6           117.1         4.8         -16.3         -21.5         -16.3           31.8         1.3         4.6         3.8         4.6 </td

Source: Northern Trust. Dashes are shown where performance is not available. Table is subject to rounding

Performance is shown net of fees where this information is available.

The Scheme's performance for the year ended 31 March 2025 was -5.5% versus a benchmark performance of -4.8%.

The Trustee reviews performance versus the journey plan on a quarterly basis, making changes as necessary following advice from its investment consultant.

The Trustee has considered the nature, disposition, marketability, security and valuation of the Scheme's investments, and consider them to be appropriate relative to the reasons for holding each class of Investment.

Further details about investments are given in the notes to the financial statements.

<sup>1.</sup> Includes a small allocation to Global Sovereign Credit

<sup>2.</sup> Includes a small allocation to legacy matching assets

<sup>3.</sup> Total performance includes residual assets invested in legacy allocations

<sup>4.</sup> Total value includes £35.2m held in the Northern Trust administration cash account but excludes AVC's

#### REPORT OF THE TRUSTEE (CONTINUED)

#### **INVESTMENT REPORT (continued)**

#### **Custodian arrangements**

The Trustee has appointed The Northern Trust Company Limited ("Northern Trust") as custodian of the Scheme's assets. The performance of Northern Trust as custodian is periodically reviewed.

Custody services in accordance with FCA regulations are provided by the Northern Trust Company for the Scheme's segregated investments. The pooled funds in which the Scheme invests have their own custodial arrangements. The records and procedures of the Custodian are routinely subjected to scrutiny by its external auditors and the regulatory authorities. The Custodian accepts responsibility for financial losses as a result of negligence or fraud. There is no involvement by the Trustee or Principal Employer in custody procedures.

#### **Transaction costs**

Transaction costs are included in the cost of purchases and deducted from sales proceeds. Direct transaction costs include fees, commissions and stamp duty. Fees in relation to pooled investment vehicles are included in the unit price.

#### Investment management fees

Willis Towers Watson ("WTW") have discretion to negotiate fee agreements with underlying managers on behalf of the Trustee in their role as the Fiduciary Manager. There is also a fiduciary fee based on the asset value of the return seeking and CDI portfolios. The LDI manager charges the Scheme directly by raising quarterly invoices.

#### **Employer related investments**

As at 31 March 2025, there were less than 5% of assets invested in employer-related investments. As at 31 March 2024, there were also less than 5% of assets in employer-related investments.

#### Taskforce on Climate-related Financial Disclosures (TCFD) Report

The Trustee has prepared its TCFD report. A copy of the report is published online:

https://members.pensionpal.co.uk/jaguarlandroverpensions

#### Implementation Statement

The Trustee has prepared its annual Implementation Statement which describes how the Trustee has complied with the Scheme's Stewardship policy over the past year to 31 March 2025. The report is included in full from page 52 and forms part of this Report.

#### REPORT OF THE TRUSTEE (CONTINUED)

#### STATEMENT OF TRUSTEE'S RESPONSIBILITIES

#### The Trustee's responsibilities in respect of the financial statements

The financial statements, which are prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including the Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102"), are the responsibility of the Trustee. Pension scheme regulations require, and the Trustee is responsible for ensuring that those financial statements:

- show a true and fair view of the financial transactions of the Scheme during the Scheme year and of the amount
  and disposition at the end of the Scheme year of its assets and liabilities, other than liabilities to pay pensions
  and benefits after the end of the Scheme year; and
- contain the information specified in Regulation 3A of the Occupational Pension Schemes (Requirement to obtain
  Audited Accounts and a Statement from the Auditor) Regulations 1996, including making a statement whether
  the financial statements have been prepared in accordance with the relevant financial reporting framework
  applicable to occupational pension schemes.

In discharging these responsibilities, the Trustee is responsible for selecting suitable accounting policies, to be applied consistently, making any estimates and judgements on a prudent and reasonable basis, and for ensuring that the financial statements are prepared on a going concern basis unless it is inappropriate to presume that the Scheme will continue as a going concern.

The Trustee is also responsible for making available certain other information about the Scheme in the form of an annual report.

The Trustee has a general responsibility for ensuring that accounting records are kept and for taking such steps as are reasonably open to it to safeguard the assets of the Scheme and to prevent and detect fraud and other irregularities, including the maintenance of an appropriate system of internal control.

The trustee is also responsible for the maintenance and integrity of the Scheme's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

#### The Trustee's responsibilities in respect of contributions

The Trustee is responsible under pensions legislation for preparing, and from time to time reviewing and if necessary revising, a schedule of contributions showing the rates of contributions payable to the Scheme by or on behalf of employers and the active members of the Scheme and the dates on or before which such contributions are to be paid.

The Trustee is also responsible for keeping records in respect of contributions received in respect of any active member of the Scheme and for adopting risk-based processes to monitor whether contributions that fall due to be paid are paid into the Scheme in accordance with the Schedule of Contributions.

Where breaches of the Schedule occur, the Trustee is required by the Pensions Acts 1995 and 2004 to consider making reports to the Pensions Regulator and to members.

#### **CONTACT FOR FURTHER INFORMATION**

Request for additional information about the Scheme generally, or queries relating to members' own benefits, should be made to the contact listed on page 2.

The Report of the Trustee on pages 5 to 21 was approved by Jaguar Land Rover Pension Trustees Limited and signed on its behalf by:

Trustee	Director
HUSIEE	DIICUUI

Date:

## INDEPENDENT AUDITORS' REPORT TO THE TRUSTEE OF LAND ROVER PENSION SCHEME

## Report on the audit of the financial statements Opinion

In our opinion, Land Rover Pension Scheme's financial statements:

- show a true and fair view of the financial transactions of the scheme during the year ended 31 March 2025, and
  of the amount and disposition at that date of its assets and liabilities, other than liabilities to pay pensions and
  benefits after the end of the year;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- contain the information specified in Regulation 3A of the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996.

We have audited the financial statements, included within the Annual Report and Financial Statements, which comprise: the Statement of Net Assets (Available for Benefits) as at 31 March 2025; the Fund Account for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

#### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Independence

We remained independent of the Scheme in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

#### Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the scheme's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the trustee's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the scheme's ability to continue as a going concern.

Our responsibilities and the responsibilities of the trustee with respect to going concern are described in the relevant sections of this report.

## INDEPENDENT AUDITORS' REPORT TO THE TRUSTEE OF LAND ROVER PENSION SCHEME (CONTINUED)

#### Reporting on other information

The other information comprises all of the information in the Annual Report and Financial Statements other than the financial statements, our auditors' report thereon and our auditors' statement about contributions. The trustee is responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

#### Responsibilities for the financial statements and the audit

#### Responsibilities of the trustee for the financial statements

As explained more fully in the statement of trustee's responsibilities, the trustee is responsible for ensuring that the financial statements are prepared in accordance with the applicable framework and for being satisfied that they show a true and fair view. The trustee is also responsible for such internal control as it determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In the preparation of the financial statements, the trustee is responsible for assessing the scheme's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustee either intends to wind up the scheme, or has no realistic alternative but to do so.

#### Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

## INDEPENDENT AUDITORS' REPORT TO THE TRUSTEE OF LAND ROVER PENSION SCHEME (CONTINUED)

#### Responsibilities for the financial statements and the audit (continued)

#### Auditors' responsibilities for the audit of the financial statements (continued)

Based on our understanding of the scheme and its environment, we identified that the principal risks of non-compliance with laws and regulations related to the administration of the scheme in accordance with the Pensions Acts 1995 and 2004 and regulations made under them, and codes of practice issued by the Pensions Regulator; and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered the direct impact of these laws and regulations on the financial statements. We evaluated incentives and opportunities for fraudulent manipulation of the financial statements, including the risk of override of controls, by the trustee and those responsible for, or involved in, the preparation of the underlying accounting records and financial statements, and determined that the principal risks were related to posting inappropriate journals to conceal misappropriation of assets. Audit procedures performed by the engagement team included:

- Testing journal entries where we identified particular fraud risk criteria.
- · Obtaining independent confirmations of material investment valuations and cash balances at the year end.
- Reviewing meeting minutes, any correspondence with the Pensions Regulator, and significant contracts and agreements.
- Holding discussions with the trustee to identify significant or unusual transactions and known or suspected instances of fraud or non-compliance with applicable laws and regulations.
- Assessing financial statement disclosures, and agreeing these to supporting evidence, for compliance with the Pensions Acts 1995 and 2004 and regulations made under them.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

#### Use of this report

This report, including the opinion, has been prepared for and only for the trustee as a body in accordance with section 41 of the Pensions Act 1995 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

Date:

## FUND ACCOUNT FOR THE YEAR ENDED 31 MARCH 2025

		2025	2024
	Note	£'000	£'000
CONTRIBUTIONS AND BENEFITS			
Contributions			
Employer contributions	4	44,651	45,753
Employee contributions	4	1,650	1,549
Total contributions		46,301	47,302
Other income	5	149	36
		46,450	47,338
Benefits paid or payable	6	(96,541)	(82,644)
Transfers out to other schemes	7	(5,676)	(1,713)
Other payments	8	-	(2)
Administrative expenses	9	(4,580)	(5,314)
		(106,797)	(89,673)
NET WITHDRAWALS FROM DEALINGS WITH MEMBERS		(60,347)	(42,335)
INVESTMENT RETURNS			
Investment income	10	39,546	69,500
Investment management expenses	11	(4,124)	(4,142)
Change in market value of investments	12.1	(184,296)	(149,333)
NET RETURNS ON INVESTMENTS		(148,874)	(83,975)
NET DECREASE IN THE FUND		(209,221)	(126,310)
OPENING NET ASSETS		2,715,182	2,841,492
CLOSING NET ASSETS		2,505,961	2,715,182

The notes on pages 27 to 48 form an integral part of these financial statements.

## STATEMENT OF NET ASSETS (AVAILABLE FOR BENEFITS) AS AT 31 MARCH 2025

		2025	2024
	Note	£'000	£'000
INVESTMENT ASSETS			
Bonds	12.1	1,695,212	1,609,934
Pooled investment vehicles	12.3	1,365,812	1,488,918
Derivatives	12.4	532,038	463,603
AVC investments	12.8	23,529	23,191
Cash deposits	12.9	47,983	34,181
Other investment balances	12.9	20,625	28,184
Amounts receivable under reverse repurchase agreements	12.10	92,274	71,028
		3,777,473	3,719,039
INVESTMENT LIABILITIES			
Derivatives	12.4	(543,905)	(476,744)
Short sold bonds	12.1	(94,669)	(69,903)
Other investment balances	12.9	(16,802)	(12,199)
Amounts payable under repurchase agreements	12.10	(636,862)	(464,852)
		(1,292,238)	(1,023,698)
TOTAL NET INVESTMENTS		2,485,235	2,695,341
CURRENT ASSETS	15	23,682	21,681
CURRENT LIABILITIES	16	(2,956)	(1,840)
TOTAL NET ASSETS AVAILABLE FOR BENEFITS		2,505,961	2,715,182

The notes on pages 27 to 48 form an integral part of these financial statements.

The financial statements summarise the transactions of the Scheme and deal with the net assets available for benefits at the disposal of the Trustee. They do not take account of obligations to pay pensions and benefits which fall due after the end of the Scheme year. The actuarial position of the Scheme which takes into account of such obligations for the defined benefit section, is dealt with in the Report on Actuarial Liabilities on pages 8 and 9 of the Trustee Report and the Actuarial Certificate on page 51 and these financial statements should be read in conjunction with this report.

The financial statements on pages 25 to 48 were approved by Jaguar Land Rover Pension Trustees Limited and signed on its behalf by:

Date:

#### NOTES TO THE FINANCIAL STATEMENTS

#### 1 GENERAL INFORMATION AND STATEMENT OF COMPLIANCE

The Scheme is an occupational pension scheme domiciled in the United Kingdom and established as a trust under English law to provide retirement benefits to certain groups of employees within Jaguar Land Rover Limited and was closed to new members in April 2010. The address of the Scheme's office is Abbey Road, Whitley, Coventry, Warwickshire, CV3 4LF. The Scheme is a defined benefit scheme albeit with some defined contribution benefits derived from additional voluntary contributions paid by members.

#### 2 BASIS OF PREPARATION OF THE FINANCIAL STATEMENT

The individual financial statements of Land Rover Pension Scheme (the 'Scheme') have been prepared in accordance with the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996, Financial Reporting Standard (FRS) 102 - The Financial Reporting Standard applicable in the UK and Republic of Ireland issued by the Financial Reporting Council ("FRS 102") and the guidance set out in the Statement of Recommended Practice "Financial Reports of Pension Schemes" (revised June 2018) ("the SORP").

#### 3 ACCOUNTING POLICIES

The Scheme's functional currency and presentational currency is pounds sterling (GBP). The following accounting policies have been consistently applied:

#### 3.1 Contributions

Employee and Employer normal contributions and additional voluntary contributions (AVCs) are accounted for as and when they are deducted from the related salary.

Contributions in respect of administrative expenses and PPF levies are accounted for as and when they are due from the Principal Employer under the Schedule of Contributions.

#### 3.2 Benefits

Pensions in payment are accounted for in the period to which they relate.

Benefits are accounted for in the period in which the member notifies the Trustee of their decision on the type or amount of benefit to be taken, or if there is no member choice, on the date of retirement or leaving.

Claims on term insurance policies are accounted for in the period to which they relate.

Where tax liabilities are settled on behalf of members, for example where the lifetime allowance or annual allowance is exceeded, the tax due is accounted for on the same basis as the benefit.

#### 3.3 Transfers to other schemes

Individual transfers out are accounted for when the member liability is discharged which is normally when the transfer amount is paid.

#### 3.4 Administrative expenses

Administrative expenses are accounted for on an accrual basis. The Scheme bears all the costs of administration.

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### 3.5 Investment income

Income from equities and any pooled investment vehicles which distribute income, is accounted for on the date stocks are quoted ex-dividend/interest.

Income arising from the underlying investments of the pooled investment vehicles that is reinvested within the pooled investment vehicles is reflected in the unit price and is included within change in market value of investments.

Income from bonds and repurchase agreement is accounted for on an accruals basis. Interest purchased and sold on investment transactions is recognised as income in the Fund Account.

Income from cash and short term deposits is accounted for on an accrual basis.

Income from investments is recorded net of any withholding tax where this cannot be recovered. Where withholding taxes are not recoverable these have been shown as a separate expense within investment returns.

Income from stock lending is accrued in accordance with the terms of the agreement.

Net receipts or payments on swap contracts are reported within the change in market value of investments, other than for interest rate swap contracts where the net receipts or payments are reported within investment income as incurred.

Change in market value of investments during the year comprises all increases and decreases in the market value of investments held at any time during the year, including profits and losses realised on the sales of investments during the year.

#### 3.6 Transaction costs

Transaction costs are included in the cost of purchases and deducted from sales proceeds. Direct transaction costs include fees and commissions and are analysed by main asset class and type of cost.

#### 3.7 Investment management expenses

Investment management fees and rebates are accounted for on an accruals basis.

#### 3.8 Valuation of investments

#### Investments (excluding derivatives)

Investments are recorded at fair value as described below:

Bond investments, including short sold bonds, are valued on the basis of the bid price (or, if unavailable, most recent transaction) quoted on the relevant stock market. Accrued interest is excluded from the market value of fixed interest and index linked securities and is included in investment income receivable.

The market value of unquoted securities is based on the valuation as advised by the fund managers.

Pooled investment vehicles are valued at the latest available bid price or single price provided by the fund manager. Shares in other pooled arrangements have been valued at the latest available net asset value (NAV) determined in accordance with fair value principles, provided by the fund manager.

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### 3.8 Valuation of investments (continued)

#### Investments (excluding derivatives) (continued)

Interests in venture capital and private equity funds are included at estimated market value as provided by the fund managers. The market value is based on the current fair value adjusted for any drawdowns, refunds or capital distributions since the valuation date and is in accordance with the valuation guidelines of the British Venture Capital Association.

Investments lent under stock lending arrangements are recognised as assets of the Scheme. Collateral received in respect of stock lending arrangements is disclosed but not recognised as a Scheme asset.

The market value of the AVC policies has, for Legal & General Assurance (Pensions Management) Limited and Prudential Assurance Company Limited, been taken as the closing single price at the year-end. With profit insurance policies are reported at the policy value provided by the insurance company based on the cumulative reversionary bonuses declared and the current terminal bonus.

#### **Derivatives**

#### **Swaps**

Swaps are over the counter (OTC) derivatives and are included in the statement of net assets at market value using pricing models and relevant market data at the year-end date. Interest is accrued on those contracts where interest is receivable on a basis consistent with the terms of each contract.

The amounts included in change in market value of investments are the realised gains or losses on closed contracts and the unrealised gains or losses on open contracts.

#### Forward foreign exchange

Over the counter forward foreign exchange contracts outstanding at the year-end are stated at fair value which is determined as the gain or loss that would arise if the outstanding contract was matched at the year-end with an equal and opposite contract. All gains and losses on these contracts are included within change in market value of investments.

#### **Futures**

Exchange traded futures are valued as the sum of the daily mark-to-market, which is a calculated difference between the settlement price at the reporting date and the inception date.

#### Repurchase agreements

Under repurchase agreements, the Scheme continues to recognise and value the securities that are delivered out as collateral, and includes them in the financial statements. The cash received as invested is recognised as an asset and the obligation to pay it back is recognised as a payable amount. Interest payable on the obligation is accounted for on an accruals basis.

#### Reverse repurchase agreements

Under reverse repurchase agreements, the Scheme does not recognise the securities received as collateral in its financial statements. The Scheme does recognise the cash delivered to the counterparty as a receivable in the financial statements.

#### 3.9 Foreign currencies

Assets which are held in foreign currencies are translated into sterling at rates of exchange ruling at the year-end. Gains and losses arising on conversion or translation are dealt with as part of the change in market value of investments.

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### 3.10 Critical accounting judgements and estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Trustee makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results.

For the Scheme, the Trustee believes the only estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year are related to the valuation of the Scheme investments and, in particular, those classified in Level 3 of the fair-value hierarchy. Explanation of the key assumptions underpinning the valuation of investments are included within 3.8 above and within note 13.

#### 4 CONTRIBUTIONS

	2025	2024
	£'000	£'000
Employer Contributions:		
Normal	40,085	39,953
Administrative expenses	1,944	1,944
PPF levies	2,622	3,856
	44,651	45,753
Employees Contributions:		
Normal	819	817
Additional voluntary contributions	831	732
	1,650	1,549
Total contributions	46,301	47,302

Within Employer normal contributions are Employee salary sacrifice contributions of £20.406m (2024: £20.294m).

Employer PPF levies contributions of £2.6m (2024: £3.9m) comprise amounts paid by the Employer to fund the Pension Protection Fund levy of £2.5m (2024: £3.8m) and Pension Regulator Levy of £0.04m (2024: £0.04m).

The Schedule of Contributions in effect at the start of the year was certified by the Scheme Actuary on 31 March 2023 which was then replaced by the Schedule of Contributions that was certified on 10 January 2025. Under these Schedules, the Trustee and the Principal Employer agreed a mechanism under which employer normal contributions for active members are to be assessed and updated on a quarterly basis, subject to Principal Employer contributions being no less than 10% and no higher than 25% of Pensionable Earnings. Under the Schedules, employer normal contributions for active members over the year were 10% of Pensionable Earnings.

#### 5 OTHER INCOME

	2025	2024
	£'000	£'000
Sundry income	46	36
Claims on term insurance policies	103	-
	149	36
6 BENEFITS PAID OR PAYABLE		
	2025	2024
	2025	2024
D :	£'000	£'000
Pensions	76,471	72,202
Commutation of pensions and lump sum retirement benefits	19,264	10,215
Lump sums on death	806	227
	96,541	82,644
7 TRANSFERS OUT TO OTHER SCHEMES		
	2025	2024
	£'000	£'000
Individual transfers out to other schemes	5,676	1,713
8 OTHER PAYMENTS		
O THERT ATMENTS	2025	0004
	2025	2024
	£'000	£'000
Ex-gratia payments	-	2
A DANINGTO A TIME EXPENSES		
9 ADMINISTRATIVE EXPENSES		
	2025	2024
	£'000	£'000
Actuarial fees	423	295
Administration fees	557	547
Audit fees	69	58
Legal fees	283	187
Covenant adviser fees	67	42
Pension protection levy	2,579	3,813
Pensions regulator levy	43	43
Other adviser fees	286	67
Secretarial assistance	183	192
Independent Trustee fees Bank and sundry charges	51 39	70
Daile and Sulfuly Charges		
	4,580	5,314

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### 10 INVESTMENT INCOME

	2025	2024
	£'000	£'000
Dividends from equities	(1)	(1)
Income from bonds	45,819	39,202
Income from pooled investment vehicles	39,947	55,553
Net expense from swap contracts	(23,551)	(13,566)
Income from stock lending	18	44
Interest from cash and cash equivalents	3,793	4,199
Interest expense on repurchase agreements	(31,436)	(17,393)
Interest income on reverse repurchase agreements	4,957	1,462
	39,546	69,500
11 INVESTMENT MANAGEMENT EXPENSES		
	2025	2024
	£000	£000
Investment consultancy and fiduciary management fees	2,253	2,171
Investment management and custodian fees	1,871	1,971
,	4,124	4,142

#### 12 INVESTMENTS

#### 12.1 RECONCILIATION OF INVESTMENTS

Reconciliation of investments held at beginning and end of year:

Value at April 2024	Purchases at cost and derivative payments	Sales proceeds and derivative receipts	Change in market value	Value at 31 March 2025
£'000	£'000	£'000	£'000	£'000
782,994	303,432	(355,252)	(12,402)	718,772
(3,185)	100	(190)	3,275	
779,809	303,532	(355,442)	(9,127)	718,772
565,081	88,059	(17,812)	(31,523)	603,805
686,971	116,848	(159,885)	(10,823)	633,111
21,013	4,973	(13,569)	(1,167)	11,250
1,273,065	209,880	(191,266)	(43,513)	1,248,166
974,950	246,743	(77,601)	(147,354)	996,738
18,953	327,962	(332,986)	-	13,929
(30,969)	7,316	(83)	619	(23,117)
962,934	582,021	(410,670)	(146,735)	987,550
(393,824)				(544,588)
569,110				442,962
23,191	831	(1,792)	1,299	23,529
17			-	113
34,164			13,785	47,870
15,985			(5)	3,823
2,695,341			(184,296)	2,485,235
	\$\frac{\mathbf{x}}{\partial 2024}\$ \$\frac{\mathbf{x}}{\partial 2000}\$  782,994 (3,185) 779,809  565,081 686,971 21,013 1,273,065  974,950 18,953 (30,969) 962,934 (393,824) 569,110  23,191 17 34,164	April 2024         cost and derivative payments           £'000         £'000           782,994         303,432           (3,185)         100           779,809         303,532           565,081         88,059           686,971         116,848           21,013         4,973           1,273,065         209,880           974,950         246,743           18,953         327,962           (30,969)         7,316           962,934         582,021           (393,824)         569,110           23,191         831           17         34,164           15,985         303,432	April 2024         cost and derivative payments         proceeds and derivative receipts           £'000         £'000         £'000           782,994         303,432         (355,252)           (3,185)         100         (190)           779,809         303,532         (355,442)           565,081         88,059         (17,812)           686,971         116,848         (159,885)           21,013         4,973         (13,569)           1,273,065         209,880         (191,266)           974,950         246,743         (77,601)           18,953         327,962         (332,986)           (30,969)         7,316         (83)           962,934         582,021         (410,670)           23,191         831         (1,792)           17         34,164         15,985	April 2024         cost and derivative payments         proceeds and derivative receipts         market value           £'000         £'000         £'000         £'000           782,994         303,432         (355,252)         (12,402)           (3,185)         100         (190)         3,275           779,809         303,532         (355,442)         (9,127)           565,081         88,059         (17,812)         (31,523)           686,971         116,848         (159,885)         (10,823)           21,013         4,973         (13,569)         (1,167)           1,273,065         209,880         (191,266)         (43,513)           974,950         246,743         (77,601)         (147,354)           18,953         327,962         (332,986)         -           (30,969)         7,316         (83)         619           962,934         582,021         (410,670)         (146,735)           569,110         23,191         831         (1,792)         1,299           17         -         -           34,164         13,785         (5)

The change in market value of investments during the year comprises all increases and decreases in the market value of investments held at any time during the year, including profits and losses realised on sales of investments during the year.

The liability matching pooled investment vehicle is a sterling liquidity fund, in which cash flows have been presented on a gross basis.

The purchases/payments and sales/receipts of investments during the year are aligned to the Scheme's investment strategy.

#### 12.2 TRANSACTION COSTS

Transaction costs are included in the cost of purchases and deducted from sales proceeds. Direct transaction costs include fees and commissions, and are analysed by main asset class and type of cost as outlined in the table below:

2025	Fees £'000	Commission £'000	Total £'000
Cashflow driven	-	3	3
Liability matching	135	35	170
Total Scheme	135	38	173
2024	Fees £'000	Commission £'000	Total £'000
Cashflow driven	-	4	4
Liability matching	-	34	34
Total Scheme	-	38	38

The Scheme also bears transaction costs in relation to transactions within the pooled funds that it is invested, although it is not currently possible to quantify these.

#### 12.3 POOLED INVESTMENT VEHICLES

	2025	2024
	£'000	£'000
Return-seeking		
Global Equities	129,936	132,179
Diversifying Strategies	20,994	-
Real Assets	76,665	90,295
Alternative Credit	66,140	80,262
Downside Risk Hedge	34,203	49,063
Private Markets	268,993	283,222
Liquidity Fund	96,231	123,457
Investment Grade Credit	25,610	24,516
	718,772	782,994
Cashflow driven		
Secure Income Alternatives	434,754	467,298
Real Assets	13,182	19,292
Alternative Credit	141,928	130,888
Liquidity Fund	43,247	69,493
	633,111	686,971
Liability matching		
Liquidity Fund	13,929	18,953
	1,365,812	1,488,918

#### 12.4 DERIVATIVES

#### Objectives and policies

The Trustee has authorised the use of derivatives for a number of its investment managers:

- Liability hedging (the 'matching' portfolio) the purpose of this portfolio is to match the interest rate and inflation sensitivity of the Scheme's long term liabilities. The investment manager uses a number of different derivative instruments to implement this including interest rate and inflation swaps and gilt repurchase agreements.
- Segregated bond managers in some cases, the Trustee has allowed the managers to use derivatives for the purpose of efficient portfolio management and for risk management purposes. In addition, the bond managers are permitted to use derivatives to hedge foreign currency exposure using forward foreign exchange transactions.
- Forward foreign exchange a proportion of the underlying investment portfolio is invested in overseas assets. In
  order to mitigate some of this risk, the Scheme has employed a specialist manager to hedge a proportion of the
  Scheme's exposures using currency forward contracts.

The market value of derivative contracts is analysed by type in the notes 12.5, 12.6, and 12.7 below.

2025	Note	Market value asset £'000	Market value (liability) £'000	Market value net £'000
Swap contracts	12.5	531,393	(543,564)	(12,171)
Forward foreign exchange contracts	12.6	377	(52)	325
Futures	12.7	268	(289)	(21)
Total at 31 March 2025		532,038	(543,905)	(11,867)
2024				
Swap contracts	12.5	461,738	(473,225)	(11,487)
Forward foreign exchange contracts	12.6	286	(3,377)	(3,091)
Futures	12.7	1,579	(142)	1,437
Total at 31 March 2024		463,603	(476,744)	(13,141)

#### **12.5** SWAPS

The Scheme holds over the counter (OTC) swaps as part of its liability matching portfolio.

Expiration	Notional principal £'000	Market value asset £'000	Market value (liability) £'000	Market value net £'000
Under 1 year	693,272	32,583	(11,456)	21,127
1 to 10 years	708,785	67,433	(48,435)	18,998
Over 10 years	1,625,330	431,377	(483,673)	(52,296)
Total Swaps at 31 March 2025	3,027,387	531,393	(543,564)	(12,171)
Swap contracts				
Interest rate	2,744,230	512,972	(538,899)	(25,927)
Inflation	228,345	18,202	(3,077)	15,125
Currency	54,812	219	(1,588)	(1,369)
Total Swaps at 31 March 2025	3,027,387	531,393	(543,564)	(12,171)
Total Swaps at 31 March 2024	3,143,237	461,738	(473,225)	(11,487)

#### Collateral

As at 31 March 2025, the collateral received/pledged in respect of OTC swap contracts was as follows:

	202	2025		
	£'000	£'000	£'000	£'000
	Received	Pledged	Received	Pledged
Bonds	21,024	(46,908)	22,861	(37,779)
Cash equivalents	2,698	-	4,070	-
	23,722	(46,908)	26,931	(37,779)

#### 12.6 FORWARD FOREIGN EXCHANGE CONTRACTS

The Scheme holds OTC traded forward foreign currency contracts as part of its currency hedging strategy.

No. of Contracts	Currency Bought		Currency Sold		Market Value asset £'000	Market Value (liability) £'000	Market Value net £'000
16	GBP	46,161	EUR	(54,821)	196	(36)	160
2	GBP	5,491	USD	(6,859)	177	-	177
4	USD	3,903	GBP	(3,036)	4	(16)	(12)
Total forward for	reign exchange cor	ntracts at 31 Ma	rch 2025	-	377	(52)	325
Total forward for	reign exchange cor	ntracts at 31 Ma	rch 2024	- -	286	(3,377)	(3,091)

All the forward foreign currency contracts noted above are due to settle within one year.

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### 12.7 FUTURES

Type of contract	Expires within	Economic exposure	Market value asset £'000	Market value (liability) £'000	Market value net £'000
UK fixed income futures	3 months	35,026	-	(288)	(288)
Overseas fixed income futures	3 months	(14,482)	268	(1)	267
Total futures contracts at 31 March 2025		20,544	268	(289)	(21)
Total futures contracts at 31 March 2024		80,375	1,579	(142)	1,437

#### 12.8 AVC INVESTMENTS

The Trustee holds assets which are separately invested from the main fund, in the form of individual insurance policies. These secure additional benefits, on a money purchase basis, for those members who have elected to pay additional voluntary contributions. Members participating in this arrangement receive an annual statement confirming the amounts held to their account and the movements during the year. The total amount of AVC investments at the year-end is shown below:

	2025	2024
	£'000	£'000
Legal & General Assurance (Pensions Management) Limited (Unit Linked)	6,874	6,710
Prudential Assurance Company Limited (With Profits and Cash Deposit)	16,655	16,481
	23,529	23,191

#### 12.9 CASH DEPOSITS AND OTHER INVESTMENT BALANCES

	2025	2024
	£'000	£'000
Cash deposits		
Sterling deposits	43,766	26,970
Foreign currency deposits	4,104	7,194
Cash in transit	113	17
	47,983	34,181
Other investment assets		_
Dividends, accrued interest and tax receivable	15,449	12,032
Interest receivable on reverse repurchase agreements	3,167	837
Pending trades	353	361
Collateral from broker	-	12,363
Variation margin account	1,560	2,477
Initial margin account	96	114
	20,625	28,184
	68,608	62,365
Other investment liabilities		
Interest payable on repurchase agreements	(15,500)	(11,190)
Collateral to broker	(942)	(800)
Variation margin account	(234)	(84)
Other liabilities	(126)	(125)
	(16,802)	(12,199)
Net cash deposits and other investment balances	51,806	50,166
12.10 REPURCHASE AGREEMENTS		
12.10 REPURCHASE AGREEMENTS		
	2025	2024
	£'000	£'000
Amounts payable under repurchase agreements	(636,862)	(464,852)
Amounts due under reverse repurchase agreements	92,274	71,028
	(544,588)	(393,824)

During the year the Scheme entered into repurchase agreements using its UK government index linked bonds as the underlying security. The Scheme retains the entitlement to receive income accruing on these securities and has a contractual agreement to repurchase the securities at a specified future date – all less than two years in duration.

Amounts payable to counterparties under repurchase agreements are disclosed as liabilities in the Scheme's financial statements under investment liabilities. At 31 March 2025, this amounted to £636.9m (2024: £464.9m) excluding accrued interest payable of £15.5m (2024: £11.2m).

Amounts due from counterparties under reverse repurchase agreements are disclosed as assets in the Scheme's financial statements under investment assets. At 31 March 2025, this amounted to £92.3m (2024: £71.0m). At 31 March 2025, accrued interest receivable on reverse repurchase agreements was £3.2m (2024: £0.8m).

The value of the underlying bonds subject to those repurchase agreements are £607.4m (2024: £482.9m) and the value of the underlying bonds subject to the reverse repurchase agreements are £94.7m (2024: £69.9m). In addition to the underlying bonds, the Scheme has pledged collateral in the form of UK Government bonds in relation to these repurchase agreements to the value of £47.3m (2024: £5.5m) and received collateral of £0.0m in the form of UK Government bonds (2024: £11.9m).

#### 12.11 CONCENTRATION OF INVESTMENTS

Investments accounting for more than 5% of the net assets of the Scheme were:

		2025		2024
	£'000	%	£'000	%
UK Govt 3.5% Gilt	127,309	5.1	141,460	5.2

#### 13 FAIR VALUE HIERARCHY

Level 3

The Scheme's investments have been analysed using the Fair Value Hierarchy outlined below. The levels refer to the inputs used to derive the value of the assets. Where an asset valuation uses inputs from a combination of levels then it falls into the highest level of those inputs.

Level 1 The unadjusted quoted price in an active market for identical assets or liabilities that the entity can access at the measurement date. (e.g. quoted equities, exchange traded derivatives, exchange traded funds and in certain circumstances highly liquid exchange traded bonds such as UK gilts).

Level 2 Inputs other than quoted prices included within Level 1 that are observable (i.e. developed using market data) for the asset or liability, either directly or indirectly. (e.g. open-ended pooled funds that are priced regularly and have no significant redemption restrictions under normal business conditions and bonds which are valued on an average or broker quotes).

Inputs are unobservable (i.e. for which market data is unavailable) for the asset or liability. (e.g. closed ended pooled arrangements such as private equity investments).

### 13 FAIR VALUE HIERARCHY (continued)

The Scheme's investment assets and liabilities have been fair valued using the above hierarchy as follows:

Asset category	Level 1	Level 2	Level 3	Total 2025
	£'000	£'000	£'000	£'000
Return-seeking:				
Pooled investment vehicles	-	350,921	367,851	718,772
Derivatives – net	-	-	-	-
Total return-seeking	-	350,921	367,851	718,772
Cashflow Driven Investment:				
Bonds - net	-	603,805	-	603,805
Pooled investment vehicles		147,701	485,410	633,111
Derivatives – net	(21)	11,271	-	11,250
Total Cashflow Driven Investment	(21)	762,777	485,410	1,248,166
Liability matching:				
Bonds - net	-	996,738	-	996,738
Pooled investment vehicles	-	13,929	-	13,929
Derivatives – net	-	(23,117)	-	(23,117)
Repurchase agreements – net	-	(544,588)	-	(544,588)
Total liability matching	-	442,962	-	442,962
Cash deposits	47,983	-	-	47,983
Other investments – net	3,373	188	262	3,823
AVCs	-	14,618	8,911	23,529
Total Scheme	51,335	1,571,466	862,434	2,485,235

#### 13 FAIR VALUE HIERARCHY (continued)

Asset category	Level 1	Level 2	Level 3	Total 2024
	£'000	£'000	£'000	£'000
Return-seeking:				
Pooled investment vehicles	-	373,098	409,896	782,994
Derivatives – net	-	(3,185)	-	(3,185)
Total return-seeking	-	369,913	409,896	779,809
Cashflow Driven Investment:				
Bonds - net	-	565,081	-	565,081
Pooled investment vehicles	-	171,265	515,706	686,971
Derivatives – net	1,437	19,576	-	21,013
Total Cashflow Driven Investment	1,437	755,922	515,706	1,273,065
Liability matching:				
Bonds - net	-	974,950	-	974,950
Pooled investment vehicles	-	18,953	-	18,953
Derivatives – net	-	(30,969)	-	(30,969)
Repurchase agreements – net	-	(393,824)	-	(393,824)
Total liability matching	-	569,110	-	569,110
Cash deposits	34,181	-	-	34,181
Other investments – net	15,510	207	268	15,985
AVCs	-	14,257	8,934	23,191
Total Scheme	51,128	1,709,409	934,804	2,695,341

The Scheme's pooled investments are priced at varying frequencies. Most of the funds are open-ended and therefore the units in those funds can be redeemed at a price determined by reference to the value of the underlying assets on the day a price is next struck for that fund, which may be on a daily, weekly or monthly basis. Where funds are priced on a daily or weekly basis and a price is therefore available as at the year-end date, these investments have been assigned to level 2. Where pooled funds are open-ended but priced less frequently and a price is not available as at the year-end date, or those which are unlisted closed-ended funds where investors do not have a right to redeem, but may be able to sell their units to other investors are classified as level 3.

The Scheme's matching portfolio includes cash, UK government bonds and derivatives. Directly held UK government bonds are included as level 2. Derivative contracts are priced using observable market data and are therefore classified as level 2. The Scheme also uses repurchase agreements on government bonds which help the Scheme hedge its liabilities with less capital. These investments have been classified as level 2.

#### 14 INVESTMENT RISKS

FRS 102 requires the disclosure of information in relation to certain investment risks. These risks are set out by FRS 102 as follows:

Credit risk: this is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

Market risk: this comprises currency risk, interest rate risk and other price risk.

- Currency risk: this is the risk that the fair value or future cash flows of a financial asset will fluctuate because of changes in foreign exchange rates.
- Interest rate risk: this is the risk that the fair value or future cash flows of a financial asset will fluctuate because of changes in market interest rates.
- Other price risk: this is the risk that the fair value or future cash flows of a financial asset will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market.

The Scheme has exposure to these risks because of the investments it makes to implement its investment strategy. The Trustee's primary investment objective is to secure and maintain sufficient assets to meet the Scheme's defined benefit liabilities, as they fall due.

The Trustee manages investment risk, including credit risk and market risk, within agreed risk limits which are set taking into account the Scheme's strategic investment objectives. The Trustee's risk management policy is documented in its Statement of Investment Principles. These investment objectives and risk limits are implemented through the investment management agreements in place with the Scheme's investment managers and monitored by the Trustee through regular reviews of the investment portfolios.

The following table summarises the extent to which the various classes of investments are affected by financial risks:

0 !!!		1.44	0.1	2025	2024
risk	Currency	interest rate	Otner	£'000	£'000
	,		•		
•	•	•	•	718,772	782,994
•	•	•	•	-	(3,185)
				718,772	779,809
•	•	•	0	603,805	565,081
•	•	•	•	633,111	686,971
•	•	•	•	11,250	21,013
				1,248,166	1,273,065
•	0	•	0	996,738	974,950
•	0	•	0	13,929	18,953
•	0	•	•	(23,117)	(30,969)
•	0	•	•	(544,588)	(393,824)
				442,962	569,110
•	0	•	0	47,870	34,164
•	•	•	•	3,823	15,985
			_	2,461,593	2,672,133
	•	* O O O O O	risk Currency rate	risk         Currency         rate         price           •         •         •         •           •         •         •         •           •         •         •         •           •         •         •         •           •         •         •         •           •         •         •         •           •         •         •         •           •         •         •         •           •         •         •         •           •         •         •         •	Credit risk         Currency         Interest rate         Other price         £'000           ●         ●         ●         718,772           ●         ●         ●         -           718,772         -         718,772           ●         ●         ●         603,805           ●         ●         ●         633,111           ●         ●         ●         11,250           1,248,166         -         1,248,166           ●         ●         ●         996,738           ●         ●         ●         996,738           ●         ●         ●         (23,117)           ●         ●         ●         (23,117)           ●         ●         ●         (544,588)           442,962         ●         ●         ●         47,870           ●         ●         ●         ●         3,823

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### 14 INVESTMENT RISKS (continued)

In the above table, the risk noted affects the asset class [ $\bullet$ ] significantly, [ $\bullet$ ] partially or [ $\circ$ ] hardly / not at all. The values shown in the table above do not include AVC investments as they are not considered significant in relation to the overall investments of the Scheme. "Other investments - net" are detailed in note 12.9.

Further information on the Trustee's approach to risk management and the Scheme's exposures to credit and market risks are set out below.

#### (i) CREDIT RISK

The Scheme is subject to credit risk as the Scheme invests in bonds, OTC derivatives, has cash balances, enters into repurchase agreements and undertakes stock lending activities. Bonds and equities are both used in stock lending transactions.

Credit risk arising from bonds is mitigated by investing in government bonds where the credit risk is minimal, or corporate bonds which are rated at least investment grade (credit rating of BBB or better). The Scheme has direct exposure to bonds through the CDI and liability matching portfolios. The value of the Scheme's bonds as at 31 March 2025 was £1,601m (2024: £1,540m) of which £512.8m were subject to repurchase agreements (2024: £413.0m) on a net basis.

Credit risk arising on derivatives depends on whether the derivative is exchange traded or over the counter (OTC). OTC derivative contracts are not guaranteed by any regulated exchange and therefore the Scheme is subject to risk of failure of the counterparty. The credit risk for OTC swaps is reduced by collateral arrangements. The net market value of swaps together with details of collateral pledged and received is summarised in note 12.5.

Cash is held within financial institutions which are at least investment grade credit rated. The value of cash deposit held as at 31 March 2025 was £48m (2024: £34.2m).

The Trustee manages the credit risk arising from stock lending activities by restricting the amount of overall stock that may be lent, only lending to Northern Trust approved borrowers, limiting the amount that can be lent to any one borrower and putting in place collateral arrangements. At the year-end the Scheme had lent no bond assets (2024: £60.9m) and therefore did not hold collateral in the form of cash and fixed interest securities for stock lent (2024: 103.0% collateral for stock lent).

Credit risk on repurchase agreements is mitigated through collateral arrangements which is summarised in note 12.10.

The Scheme invests in pooled investment vehicles and is therefore indirectly exposed to credit risks arising on the financial instruments held by the pooled investment vehicles. Direct credit risk arising from pooled investment vehicles is mitigated by the underlying assets of the pooled arrangements being ring-fenced from the pooled manager, the regulatory environments in which the pooled managers operate and diversification of investments amongst a number of pooled arrangements. The Fiduciary Manager carries out due diligence checks on the appointment of new pooled investment managers and on an ongoing basis monitors any changes to the regulatory and operating environment of the pooled manager. The table in note 12.3 provides a summary of the pooled investment vehicles used by the Scheme.

#### 14 INVESTMENT RISKS (continued)

A summary of pooled investment vehicles by type of arrangement is as follows:

	2025 £'000	2024 £'000
Qualifying Investor Alternative Investment Funds	148,760	159,165
Limited Liability Partnerships	543,776	598,367
Cayman Islands exempted LLC	22,639	4,579
Unit Linked Insurance Contracts	25,403	40,805
Unauthorised Unit Trusts	69,338	74,111
Jersey Property Unit Trust	93,794	97,564
Property Authorised Investment Fund	27,448	27,448
Société d'Investissement à Capital Variable	25,610	36,824
Common Contractual Funds	117,633	107,488
Jersey Private Fund	47,879	48,344
Reserved Alternative Investment Fund	31,547	32,562
Irish Collective Asset-management Vehicle	46,507	61,446
Alternative Investment Fund	13,831	6,703
Luxembourg Special Limited Partnership	23,644	22,414
Undertaking for Collective Investment in Transferable Securities	128,003	171,098
	1,365,812	1,488,918

#### (ii) CURRENCY RISK

The Scheme is subject to currency risk because some of the Scheme's investments are held in overseas markets and the Scheme invests in pooled funds which are denominated in currencies other than Sterling.

The Scheme manages currency risk by the implementation of a currency hedging programme through:

- Currency hedging carried out by some of the Scheme's investment managers.
- A separate currency hedging overlay.

Collectively, these reduce the impact of exchange rate movements on the Scheme's asset value.

The Trustee acknowledges that there is a cost to currency hedging. This cost varies depending on the currency being hedged. Exposure to overseas currencies is delegated to the Fiduciary Manager, and the Scheme updated the hedging policy to now hedge overseas exposure in the return seeking portfolio using hedged share classes where available with the remaining currency remaining unhedged. This was done to provide additional collateral headroom and resulted in higher USD exposure as noted below. Any overseas currency exposure obtained through the CDI portfolio is expected to be hedged back to Sterling, except for where the cost of doing so is prohibitive. As at 31 March 2025, the Scheme's exposure to currencies other than Sterling within the CDI portfolio was 0% (2024: 2%). The liability matching portfolio invests solely in Sterling denominated assets. As at 31 March 2025, the Scheme's exposure to currencies other than Sterling within the return seeking portfolio was 56% (2024: 28%).

#### (iii) INTEREST RATE RISK

The Scheme is subject to interest rate risk because some of the Scheme's investments are held in bonds, bond pooled funds, cash and other pooled funds, and derivative instruments, including repurchase agreements, whose value is linked to interest rates.

The majority of the Scheme's exposure to interest rate risk arises from the CDI and liability matching portfolios. The value of these matching assets changes in response to changes in interest rates:

- If interest rates fall, the value of the Scheme's liability matching investments will rise. This increase in value will help to match or offset some of the increase in the value of the Scheme's actuarial liabilities arising from a fall in the discount rate (which is linked to interest rates).
- If interest rates rise, the value of the Scheme's liability matching investments will fall. This decrease in value will be offset by a decrease in the value of the Scheme's actuarial liabilities arising from an increase in the discount rate (which is linked to interest rates).

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### 14 INVESTMENT RISKS (continued)

#### (iii) INTEREST RATE RISK (continued)

The Scheme is also exposed to interest rate risk through some of its return-seeking investments – indirect exposure through investment in credit and cash pooled investment vehicles. The Scheme's investments in secure income alternatives may also be exposed to interest rate risk depending upon their portfolio at the time. The managers will consider the risk and expected reward when determining which investments to invest in.

#### (iv) OTHER PRICE RISK

Other price risk arises principally in relation to the Scheme's return-seeking portfolio which includes equities and property held in pooled investment vehicles as summarised in note 12.3. Forward foreign currency contracts are exchange traded and are therefore also exposed to price risk. These are summarised in note 12.6.

Other price risk varies depending on the particular market and the Scheme manages its exposure to overall price movements by constructing a diverse portfolio of investments across various markets. For pooled funds, the fund strategy determines the investments held. The risk here is mitigated by careful selection of the funds and diversification across a number of funds. The risks taken are considered in the context of the expected returns. The Trustee receives regular reports from its fund managers and investment consultants to help manage this risk.

#### (v) OTHER MATTERS

During 2024/2025, geopolitical issues and economic issues (such as movements in the rates of inflation, interest rates and foreign currencies) have had a significant effect on domestic and global economies, with disruption and volatility in the financial markets. The Trustee, in conjunction with its advisers, monitors the situation closely and determines any actions that are considered to be necessary. This includes monitoring the Scheme's investment portfolio, the operational impact on the Scheme and the covenant of the Employer. The extent of the impact on the Scheme's investment portfolio, including financial performance, will depend on future developments in financial markets and the overall economy, all of which are uncertain and cannot be predicted. Since the year end, the value of the Scheme's investment assets and investment liabilities have been impacted. Whilst the Trustee monitors the overall position, it has not, at this time, quantified the change (being an increase or decrease) in market value of the investment assets and investment liabilities as markets remain fluid and unpredictable and therefore such an estimate cannot be made.

#### 15 CURRENT ASSETS

	2025	2024
	£'000	£'000
Contributions due		
from Employer	1,744	1,944
from Employee	11	11
Amounts due from Employer in respect of VAT	1,411	1,194
Cash balance	20,504	13,498
Pensions paid in advance	-	5,025
Sundry debtors	12	9
	23,682	21,681

The contributions due from Employer relate to March 2025 and March 2024 respectively and were subsequently paid to the Scheme in accordance with the Schedule of Contributions.

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### 16 CURRENT LIABILITIES

	2025	2024
	£'000	£'000
Lump sums on retirement	2,390	1,122
Death benefits	46	59
Administrative expenses	261	383
Investment management expenses	238	255
Other creditors	21	21
	2,956	1,840

#### **17** TAX

The Scheme is a registered pension scheme for tax purposes under the Finance Act 2004. It is therefore exempt from taxation except for certain withholding taxes relating to overseas investment income. Tax charges are accrued on the same basis as the investment income to which they relate.

#### 18 CAPITAL COMMITMENTS AND CONTINGENT LIABILITIES

At 31 March 2025 there were the following capital commitments to make further investments in various funds:

\*The commitment for LibreMax Capital was annulled after the year end following the wind down of the fund on 22 May 2025.

	2025 £'000	2024 £'000
	2 000	2 000
17Capital	7,478	7,639
Advent International	558	570
American Securities	1,566	1,605
Ancala Partners	419	419
Ascend Capital Partners	295	627
Brentwood Associates	5,464	3,796
Cabot Square	282	1,002
CarVal Investors (CVI) V	1,007	6,175
CDH Investments	2,486	3,834
Energy Capital Partners	2,951	3,015
Equitix Fund VI	28	144
FProp	13,233	13,233
Georgian Partners	2,044	1,210
GI Partners	6,139	7,306
LibreMax Capital *	27,462	28,060
Newmarket Capital	402	411
NSSK	1,441	1,649
Partners Group	683	690
Phoenix Property Investors	513	524
Rivage	5,555	13,119
Sun Capital Partners	1,033	1,512
	81,039	96,540

<sup>\*</sup>The commitment for LibreMax Capital was annulled after the year end following the wind down of the fund on 22 May 2025.

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### 18 CAPITAL COMMITMENTS AND CONTINGENT LIABILITIES (continued)

#### **Guaranteed Minimum Pension (GMP)**

In October 2018, the High Court determined that benefits provided to members who had contracted out of their pension scheme must be recalculated to reflect the equalisation of state pension ages between May 1990 and April 1997 for both men and women. The Trustee is now reviewing, with their advisers, the implication of this ruling on the Scheme and the equalisation of guaranteed minimum pensions (GMP) between men and women; in the context of the rules of the Scheme and the value of any liability. As soon as this review is finalised and any liability quantified, members will receive further communication and any impact on financial reporting will be considered by the Trustee.

In November 2020, the High Court handed down a further judgment on the GMP equalisation case in relation to the Lloyds Banking Group pension schemes. This follows from the original judgment in October 2018 which confirmed that pension schemes need to equalise pensions for the effect of unequal GMPs between males and females. This latest judgment confirms that defined benefit schemes which provide GMPs need to revisit and where necessary top up historic cash equivalent transfer values that were calculated based on unequalised benefits. The Trustee is currently assessing the impact on the Scheme.

#### Virgin Media case

In June 2023, the High Court handed down a decision in the Virgin Media Ltd versus NTL Pension Trustees II Ltd, which considered the implications of section 37 of the Pension Schemes Act 1993, which required that the rules of a salary-related contracted-out pension scheme cannot be altered, in relation to post April 1997 service, unless the actuary confirmed that the scheme would continue to satisfy the statutory standards. The High Court found that, where the required actuarial confirmation was not supplied, the effect of section 37 was to render the relevant amendment to any contracted-out right automatically void. It also held that references in the legislation included both past and future service rights and that the requirement for actuarial confirmation applied to all amendments to the rules of a contracted-out scheme. This decision was appealed to the Court of Appeal and, in July 2024, the Court of Appeal upheld the decision of the High Court.

In June 2025 the Government announced that it will introduce legislation to give affected pension schemes the ability to retrospectively obtain written actuarial confirmation that historic benefit changes met the necessary standards.

The Trustee is monitoring the position and will consider the possible implications, if any, for the Scheme of the above with its advisers and what steps, if any, it wishes to take. Therefore, it is not possible, at present, to estimate the potential impact, if any, on the Scheme.

There are no other contingent liabilities as at the year end (2024: £nil).

#### 19 RELATED PARTY TRANSACTIONS

#### Key management personnel of the Scheme

Three Trustee Directors receive remuneration for services provided to the Scheme and are paid from Scheme assets. One Trustee Director receives £45,000 p.a. (2024: £45,000 p.a.) whilst the other two Trustee Directors receive maximum remuneration of £10,000 p.a. (2024: £10,000 p.a.) for their role as Trustee Director. Dalriada Trustees Limited are paid on a time spent basis. None of the other Trustee Directors receive any remunerations for their services provided other than out of pocket expenses.

Of the Trustee Directors who served during the year and up to the current date, 4 (2024: 4) are members of the Scheme, of which 2 (2024: 2) are active members and 2 (2024: 2) are pensioner members.

#### Other related parties

Whilst the Scheme bears all of the direct costs of administration, certain costs are incurred by the Principal Employer which are not re-charged to the Scheme.

Other than as disclosed elsewhere in the financial statements there were no other related party transactions.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### **20 EMPLOYER RELATED INVESTMENTS**

As at 31 March 2025 there were less than 5% (2024: less than 5%) of assets invested in employer-related investments.

# INDEPENDENT AUDITORS' STATEMENT ABOUT CONTRIBUTIONS TO THE TRUSTEE OF LAND ROVER PENSION SCHEME

#### STATEMENT ABOUT CONTRIBUTIONS

### **Opinion**

In our opinion, the contributions payable under the schedules of contributions for the scheme year ended 31 March 2025 as reported in Land Rover Pension Scheme's summary of contributions have, in all material respects, been paid in accordance with the schedules of contributions certified by the scheme actuary on 31 March 2023 and 10 January 2025.

We have examined Land Rover Pension Scheme's summary of contributions for the scheme year ended 31 March 2025 which is set out on the following page.

#### **Basis for opinion**

Our examination involves obtaining evidence sufficient to give reasonable assurance that contributions reported in the summary of contributions have, in all material respects, been paid in accordance with the relevant requirements. This includes an examination, on a test basis, of evidence relevant to the amounts of contributions payable to the scheme under the schedules of contributions, and the timing of those payments.

#### Responsibilities for the statement about contributions

#### Responsibilities of the trustee in respect of contributions

As explained more fully in the statement of trustee's responsibilities, the scheme's trustee is responsible for preparing, and from time to time reviewing and if necessary revising, a schedule of contributions and for monitoring whether contributions are made to the scheme by employers in accordance with relevant requirements.

#### Auditors' responsibilities in respect of the statement about contributions

It is our responsibility to provide a statement about contributions and to report our opinion to you.

#### Use of this report

This report, including the opinion, has been prepared for and only for the trustee as a body in accordance with section 41 of the Pensions Act 1995 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

Date:

### SUMMARY OF CONTRIBUTIONS PAYABLE

The contributions payable to the Scheme for the year ended 31 March 2025, under the Schedules of Contributions certified by the Scheme Actuary on 31 March 2023 and 10 January 2025, were as follows:

	£'000
Contributions from Employer:	
Normal	40,085
Administrative expenses	1,944
PPF levies	2,622
Contributions from Employees:	
Normal	819
Contributions payable under the Schedules of Contributions (as reported on by the Scheme auditors)	45,470
Employees' additional voluntary contributions	831
Contributions reported in the financial statements	46,301

It has been identified that a total of £126,300 of administrative expenses, as required under the Schedule of Contributions, for the year ended 31 March 2025 have, due to an administrative error, not been paid by the Employer to the Scheme. This matter is in the process of being resolved by the Employer and will be accounted for and received during the year ending 31 March 2026.

The Summary of Contributions was approved by Jaguar Land Rover Pension Trustees Limited and signed on its behalf by:

Trustee Director

Date:

### **ACTUARIAL CERTIFICATE**

#### Certification of schedule of contributions

Name of Scheme: Land Rover Pension Scheme

#### Adequacy of rates of contributions

 I certify that, in my opinion, the rates of contributions shown in this schedule of contributions are such that the statutory funding objective can be expected to continue to be met for the period for which the schedule is to be in force.

#### Adherence to statement of funding principles

I hereby certify that, in my opinion, this schedule of contributions is consistent with the Statement of Funding Principles dated 10 January 2025.

The certification of the adequacy of the rates of contributions for the purpose of securing that the statutory funding objective can be expected to be met is not a certification of their adequacy for the purpose of securing the scheme's liabilities by the purchase of annuities, if the scheme were wound up.

Signature Lyulo Without Date 10 January 2025

Name Lynda Whitney Qualification Fellow of the Institute and

Faculty of Actuaries

Address 3<sup>rd</sup> Floor Name of employer Aon Solutions UK Limited

Epsom Gateway 2 Ashley Avenue

Epsom Surrey KT18 5AL

# LAND ROVER PENSION SCHEME (THE "SCHEME") - IMPLEMENTATION STATEMENT

Statement of Compliance with the Land Rover Pension Scheme's Stewardship Policy for the year ended 31 March 2025

#### Introduction

This is the Trustee's statement prepared in accordance with the requirements of The Occupational Pension Schemes (Investment and Disclosure) (Amendment) Regulations 2019. This statement sets out how the Trustee has complied with the Scheme's Stewardship Policy during the 12-month period to 31 March 2025.

#### **Statement of Investment Principles**

The Statement of Investment Principles (SIP) sets out the investment principles and practices the Trustee follows when governing the Scheme's investments. It describes the rationale for selecting the investment strategy and explains the risks and expected returns of the investments made on behalf of the Scheme, as well as the Trustee's approach to responsible investing (including a separate stewardship policy, discussed in the next section).

No material changes were made to the Statement of Investment Principles during the period. The Statement was last reviewed in December 2024 and is scheduled for another review no later than December 2025.

The Trustee has prepared this Implementation Statement on the basis of the SIP that was in force during the year to 31 March 2025. The reporting within this document is in line with the SIP applicable at the relevant time. A copy of the current SIP can be found at <a href="https://members.pensionpal.co.uk/jaguarlandroverpensions.">https://members.pensionpal.co.uk/jaguarlandroverpensions.</a>

#### **Stewardship Policy**

The Trustee's stewardship (voting and engagement) policy sets out how the Trustee will behave as an active owner of the Scheme's assets, which includes the Trustee's approach to:

- the exercise of voting rights attached to assets; and
- undertaking engagement activity, including how the Trustee monitors and engages with its fiduciary manager and any other stakeholders.

The Trustee is satisfied that it has complied with its stewardship policy over the year. The Trustee's stewardship policy is reviewed on an annual basis.

How the Scheme's investments are governed

The primary objective of the Scheme is to provide pension and lump sum benefits for members on their retirement and/or benefits on death, before or after retirement, for their dependants, on a defined benefits basis.

The Trustee has overall responsibility for how the Scheme's investments are governed and managed in accordance with the Scheme's Trust Deed and Rules as well as Trust Law, Pensions Law and Pension Regulations.

During the Scheme year the Trustee Board was strengthened by the addition of an independent professional trustee. There were no changes to governance procedures.

The Trustee has delegated day-to-day investment decisions, such as which individual investments to buy and sell, to the Scheme's investment managers and the Scheme's fiduciary manager (Willis Towers Watson Limited, WTW).

# LAND ROVER PENSION SCHEME (THE "SCHEME") - IMPLEMENTATION STATEMENT (CONTINUED)

The Trustee has agreed a set of objectives with its strategic investment consultant (Hymans Robertson, Hy R), designed to align with the Trustee's objectives and investment strategy set out in the SIP. The Trustee carried out a yearly evidence-based review of the consultant's performance against these objectives during the scheme year and was satisfied that overall, they had been achieved for the year. This involved assessing the consultant against the different objectives. Feedback on specific areas for development was shared and discussed with the consultant.

The Trustee's views on the expected levels of investment risks and returns inform decisions on the strategic asset allocation (i.e., what type of assets and areas of the world the Scheme invests in over the longer-term), and the style of management adopted by the Scheme's managers. The Trustee's approach to voting and engagement is summarised below.

#### **Policy Wording**

#### Voting

The Trustee has delegated voting and engagement activity in respect of the underlying assets to the Scheme's investment managers, the monitoring of which is provided by the Scheme's fiduciary manager (WTW). The fiduciary manager is responsible for the Scheme's return seeking and CDI portfolios.

The Trustee expects as a minimum that:

- All votes should be exercised where feasible;
- Votes are cast by underlying asset managers selected by the fiduciary manager. The fiduciary manager is required to oversee voting policies and voting activity of underlying asset managers to ensure good practice;
- The fiduciary manager provides clear monitoring and reporting on voting activity, and that this is discussed in detail on at least an annual basis;
- In particular, votes on resolutions related to climate change, broader environmental issues, and diversity & inclusion should be considered carefully based on the specific request being made and the context of the company in question. The Trustee expects a high-level of support for votes requiring greater disclosure or setting a business transition strategy consistent with the 2015 Paris Agreement. The fiduciary manager is expected to monitor this and explain any cases where such votes are not supported.

The Trustee believes that it is important that their investment managers take an active role in the supervision of the companies in which they invest, both by voting at shareholder meetings and engaging with the management on issues which affect a company's financial performance.

#### **Engagement**

The Trustee expects the fiduciary manager to encourage underlying investment managers, and its third-party specialist stewardship service, to promote underlying investee entities' climate disclosures to be aligned with best practice, e.g. Task Force on Climate Related Financial Disclosures ("TCFD"), as the Trustee believes this will drive improved standards and transparency. The Trustee considers examples of engagement activity on an annual basis and prioritises climate-related examples.

# LAND ROVER PENSION SCHEME (THE "SCHEME") - IMPLEMENTATION STATEMENT (CONTINUED)

#### **Policy Implementation**

WTW has appointed Federated Hermes Equity Ownership Services ("Hermes") to undertake public engagement and advocacy work on behalf of the Global Equity Focus Fund, the largest equity holding of the Scheme. Hermes represent over US\$2.2 trillion of assets (as at 31 December 2024), and so this allows the Scheme to combine with other investors to increase their ability to influence change. WTW represents their clients, including the Scheme, on the client advisory council at Hermes, providing input into the activities Hermes undertake.

Hermes work with policy makers and institutions around the world to better ensure that policies and standards are aligned with the interests of investors and best meet the needs of savers. Within a portion of the Scheme's public market equity portfolio, Hermes provide voting recommendation services to enhance engagement and help drive responsible ownership. Hermes engage with companies on Environmental, Social and Governance (ESG) issues via a clear, objective-driven framework.

The Trustee's own engagement activity is focused on their dialogue with the fiduciary manager, which is undertaken in conjunction with their strategic investment consultant. The Trustee assesses the performance of the fiduciary manager in relation to their stewardship responsibilities, and also the underlying investment managers via reporting provided by their fiduciary manager. The Trustee has also received presentations from Hermes in the past.

In 2024, the Trustee successfully renewed their application to be a signatory to the 2020 UK Stewardship Code. In order to maintain its signatory status, an annual report must be submitted detailing the actions undertaken by the Trustee over the past 12 months. Work is ongoing to submit this year's annual report by 31 October 2025. When drafting the latest submission, the Trustee has considered the recent review carried out by the FRC to ensure that the relevant reporting requirements are met.

#### Voting activity

The Trustee seeks to ensure that its investment managers are exercising voting rights and, where appropriate, monitoring managers' voting patterns. The fiduciary manager monitors the voting and engagement policies and practices of the Scheme's underlying investment managers. The Trustee discusses voting and engagement activity with their fiduciary manager on an ongoing basis and there is a dedicated item in the annual business plan that considers voting and engagement as part of the manager ESG review.

As of 31 March 2025, the Scheme held assets with voting rights across 2 pooled equity funds. These were Towers Watson Investment Management (TWIM) Global Equity Focus Fund (GEFF) – a global equity fund and Aikya Investment Management – an active global emerging markets fund. The Scheme disinvested from Alliance Bernstein – an active Chinese equity fund during the year. The 2 remaining funds made up c5.3% of total assets held within the Scheme as at 31 March 2025.

# LAND ROVER PENSION SCHEME (THE "SCHEME") - IMPLEMENTATION STATEMENT (CONTINUED)

The Scheme's investment managers have reported on how votes were cast in each of these mandates as set out in the table below.

Manager	TWIM GEFF	Aikya Investment Management
Proportion of Scheme assets	4.8%	0.5%
No. of meetings eligible to vote at during the year	162	No data provided
No. of resolutions eligible to vote on during the year	3,181	418
% of resolutions voted	99.3	100.0
% of resolutions voted with management	87.5	95.0
% of resolutions voted against management	12.2	0.0
% of resolutions abstained	0.3	5.0
% of resolutions voted against recommendation of proxy adviser (if applicable)	9.6	Not applicable

Source: WTW, covers period to 31 March 2025 unless stated otherwise.

The Trustee is satisfied that a very high proportion of the eligible resolutions have been voted on behalf of the Plan; 99% or greater across the two funds. Furthermore, the Trustee is encouraged by a healthy proportion of voting being carried out against company management by TWIM as this signifies manager engagement on voting matters. We note that Aikya has voted 95% in line with management which is based on a smaller number of votable resolutions compared to TWIM.

The Trustee is also satisfied with the proportion of votes carried out against proxy advisers where applicable, where this is often symptomatic of the managers having their own voting policies in place.

#### Significant votes

The Trustee has asked its fiduciary manager to report on the most significant votes cast by the underlying managers within the portfolios they manage on behalf of the Trustee. Managers were asked to provide examples of votes across areas that the Trustee has prioritised and therefore considers significant. This includes votes in relation to climate change, broader environmental issues and diversity & inclusion. The managers were also asked to confirm the size of the position in the portfolio, how they voted, any engagement the manager had undertaken with the company and the outcome of the vote from the managers' reports, the Trustee has identified the following votes as being of particular significance to the Scheme:

# LAND ROVER PENSION SCHEME (THE "SCHEME") - IMPLEMENTATION STATEMENT (CONTINUED)

#### **Example 1 – TWIM GEFF**

Berkshire Hathaway, 04 May 2024, vote for "Report on Efforts to Measure, Disclose and Reduce GHG Emissions Associated with Underwriting, Insuring, and Investing".

Holding represented c.0.9% of TWIM GEFF portfolio.

An underlying manager within TWIM GEFF voted in support of climate risk disclosure believing the significance of leadership on this issue overrode the minor cost and inconvenience of compliance. The Manager voted for the shareholder proposal but against management in line with ISS recommendations. Given the company already discloses 90% of emissions and its long-earned reputation for ethical stewardship, the Manager believed awaiting SEC guidance seemed like an inadequate delayed response.

The vote failed and the manager expressed that it was disappointed with the outcome. The manager wrote to the CEO expressing their view that climate risk transparency is an important issue and encouraged the company to take more of a leadership role as opposed to waiting for policy guidance, particularly given the stature of the then CEO (Warren Buffett).

#### **Example 2 – TWIM GEFF**

Eli Lilly and Company, 06 May 2024, vote for "Report on Effectiveness of Diversity, Equity and Inclusion Efforts."

Holding represented c.1.4% of TWIM GEFF portfolio.

An underlying manager within TWIM GEFF voted for the proposal that promotes better management of Social, Environmental and Ethical opportunities and risks. The manager voted for the proposal that was aimed to push the board of directors to oversee conduct of human rights due diligence ("HRDD") to produce a human rights impact assessment ("HRIA") covering Eli Lilly's operations, activities, business relationships, and products, including access to medicines.

Although the vote failed the company claimed that this issue relates to ordinary business practices and has already been substantially implemented. The Manager will continue to consider proposals on effectiveness towards Diversity, Equity and Inclusion efforts.

#### **Example 3 - TWIM GEFF**

Visa inc., 28 Jan 2025, vote for a "Report on Gender-Based Compensation and Benefits Inequities"

Holding represented c.2.1% of TWIM GEFF portfolio.

An underlying manager within TWIM GEFF voted against this proposal. The shareholder proposal aimed to promote transparency on equal pay and benefits for equal work, regardless of gender identity or other protected characteristics. The final vote was rejected in this instance as the scope of the request was considered too narrow to be significantly value-additive for shareholders.

#### **Engagement activity**

In implementing its Responsible Investment Policy, the Trustee has had ongoing engagement with the fiduciary manager, thereby ensuring that the Trustee's priorities are properly understood, and that the fiduciary manager is able to reflect the Trustee's policy in the implementation and reporting on its investment arrangements.

# LAND ROVER PENSION SCHEME (THE "SCHEME") - IMPLEMENTATION STATEMENT (CONTINUED)

Consistent with the Trustee's view that ESG factors can have a significant impact on investment returns, particularly over the long-term, the fiduciary manager believes that sustainable investment forms the cornerstone of successful long-term investment and has integrated the consideration of ESG factors in its decision-making processes.

The fiduciary manager's process for selecting, monitoring and de-selecting managers explicitly and formally includes an assessment of a manager's approach to sustainable investment (recognising that the degree to which these factors are relevant to any given strategy is a function of time horizon, investment style, philosophy and exposures). Where ESG factors are particularly influential to outcomes, the fiduciary manager proactively engages with investment managers to improve their processes.

The Trustee holds meetings with its fiduciary manager on a regular basis where stewardship issues are discussed in further detail. This includes detailed assessment of the underlying characteristics of portfolios and stewardship activity. The Trustee's ongoing engagement with the fiduciary manager ensures that the Trustee's policy priorities are being integrated into reporting and stewardship activity and will form the basis of future monitoring and discussion with the fiduciary manager.

#### Collaborative activity

The Trustee recognises that the fiduciary manager is part of several industry wide initiatives and collaborative engagements including:

- Becoming a signatory to the 2020 UK Stewardship Code in the first wave, and subsequently retaining that status every year since inception;
- Co-founding the Net Zero Investment Consultants Initiative in 2021 with eleven other investment consultants (including the Scheme's Strategic Consultant)
- Being a signatory of the Principles for Responsible Investment (PRI) and active member of their Stewardship Advisory Committee;
- Being a member of and contributor to the Institutional Investors Group on Climate Change (IIGCC)
- Co-founding the Investment Consultants Sustainability Working Group;
- Continuing to lead collaboration through the Thinking Ahead Institute and WTW Research Network;
- Being a founding member of The Diversity Project
- Being an official supporter of the Transition Pathway Initiative;
- Being a member of and contributor to the ESG Data Convergence Initiative (EDCI);
- Being an active member and signatory of the United Nations Environment Program Finance Initiative's Principles for Sustainable Insurance (PSI) Initiative.

The Trustee benefits from the fiduciary manager's involvement in these collaborative initiatives as the fiduciary manager can use its industry presence to champion positive change on the Scheme's behalf.

# LAND ROVER PENSION SCHEME (THE "SCHEME") - IMPLEMENTATION STATEMENT (CONTINUED)

The fiduciary manager also partners with Hermes EOS which provides both stewardship and broader advocacy services. One component of the partnership is undertaking public policy engagement on behalf of its clients. This engagement is done in conjunction with regulators and industry bodies to help shape capital markets and the environment in which companies and their investors operate.

The Trustee benefits from this relationship as Hermes EOS are dedicated specialists that can influence policy in respect of over US\$2.2 trillion of assets. In addition, through its relationship with the fiduciary manager, the Trustee can provide input to future engagement priorities from Hermes, thereby contributing to broader levels of corporate engagement.

#### Summary of manager engagement activity

The Trustee receives regular reporting from its fiduciary manager on the engagement activity of its investment managers. The following table summarises the key engagement activity for the 12-month period to 31 March 2025.

Manager	Number of engagements	Summary of topics engaged on
Hermes EOS (on behalf of WTW)	506 engagements across 91 companies	Environmental: Circular economy & zero pollution, climate change and natural resource stewardship
		Social & Ethical: Human & labour rights, human capital and wider societal impacts
		Governance + Risk: Board effectiveness, executive renumeration, Investor protection & rights, corporate reporting, strategy & policies and risk management

#### Use of a proxy adviser

The below table details where investment managers have appointed a proxy adviser to advise on voting and/or conduct company engagement.

Manager	Proxy Adviser used
TWIM (Fiduciary Manager)	Federated Hermes Equity Ownership Services
Aikya	The manager does not outsource any part of the decision-making process as they consider proxy voting a key part of the investment process and part of their responsibility as stewards to their clients. The manager does utilise an online voting platform that links directly to the fund's custody platform.

# LAND ROVER PENSION SCHEME (THE "SCHEME") - IMPLEMENTATION STATEMENT (CONTINUED)

#### **Review of policies**

The fiduciary manager monitors the stewardship and ESG approach of the Scheme's Return-Seeking and CDI investment managers and reports to the Trustee. Through its Investment Implementation Committee, and in particular the Scheme's nominated ESG champion, the Trustee has engaged with its fiduciary manager throughout the year on responsible investment issues.

This dialogue will contribute to the continued evolution of the Trustee's own Responsible Investment Policy. Going forward, the Trustee will be monitoring adherence with its updated Responsible Investment Policy, including a review of its ongoing appropriateness on a triennial annual basis.

The Trustee is satisfied that the approach to stewardship set out in its responsible investment policy is suitable for the Scheme.

Approved and signed on behalf of Jaguar Land Rover Pension Trustees Limited:

Signature:	Name:
Capacity:	Date:

#### STATEMENT OF INVESTMENT PRINCIPLES

#### Introduction

- 1. This document is the Statement of Investment Principles ('SIP') made by the Trustee of the Land Rover Pension Scheme (the 'Scheme') in accordance with the requirements of Section 35 of the Pensions Act 1995 (as amended by the Pensions Act 2004 and regulations made under it).
- 2. The Trustee will review this SIP at least every three years and without delay after any significant change in investment policy. Before finalising this SIP, the Trustee took written advice from Hymans Robertson LLP and consulted Jaguar Land Rover Limited (the 'Employer'). The ultimate power and responsibility for deciding investment policy, however, lies solely with the Trustee.

#### Scheme objectives

- 3. The primary objective of the Trustee is to meet its obligations to beneficiaries of the Scheme. Following the 2018 actuarial valuation and subsequent investment review, the Trustee's strategy is designed to target a level of funding that allows the Scheme to be fully invested in a low risk portfolio that generates sufficient income to pay benefits as and when they are due.
- 4. In seeking to achieve these objectives, the Trustee will initially establish a cashflow matching portfolio in respect of the cohort of pensioner liabilities as set out in the 2018 valuation, and look to generate sufficient returns on the rest of the portfolio that allows the cashflow matching portfolio to be increased over time. In addition, the Trustee is mindful of the need to:
  - take account of prevailing market conditions when positioning the portfolio at any point in time
  - limit the risk of the assets failing to meet the liabilities over the long term, noting that asset growth is expected
    to be made up of investment returns (capital growth and income generation) plus future contributions
  - review performance and risk regularly and amend the portfolio as appropriate
  - protect and respect the reputation of the Scheme, its beneficiaries and the Company
  - encourage its Investment Managers to exercise its investor rights and responsibilities with the aim of protecting and enhancing long term value

#### Investment strategy

- 5. The Trustee has established a Financial Strategy Committee ("FSC") that has received advice to determine an appropriate investment strategy (incorporating sustainable investment considerations) for the Scheme. The FSC regularly monitors the appropriateness of the investment strategy in view of changes to the market outlook, covenant and funding issues. The Trustee has also established an Investment Implementation Committee ("IIC") to oversee and monitor the execution of the Scheme's investment strategy. All decisions of the FSC and IIC will be recorded in committee minutes and made available to the full Trustee Board.
- 6. The investment strategy makes use of three key types of investments:
  - a range of assets including (but not limited to) corporate bonds, alternative credit and secure income assets that are expected to provide the appropriate cashflows to match pensioner liabilities.
  - a diversified range of return-seeking assets, including (but not limited to) equities, corporate bonds, property, and private market investments.
  - derivative instruments and government bonds to manage the Scheme's exposure to risks, including interest rate and inflation risks.
- 7. The balance within and between these investments will be determined from time to time with regard to maximising the chance of achieving the Scheme's investment objective and the changes in the Scheme's membership. The Trustee has translated its objectives into a suitable strategic benchmark for the Scheme. This benchmark is consistent with the Trustee's view of balancing long-term return on investments and short-term volatility

## STATEMENT OF INVESTMENT PRINCIPLES (CONTINUED)

- 8. The Scheme will hold assets in cash and other money market instruments from time to time as may be deemed appropriate.
- 9. The Trustee will monitor the liability profile of the Scheme and will review at least every three years but more frequently if deemed necessary, in conjunction with the Strategic Investment Advisor (Hymans Robertson LLP) and the Scheme Actuary (Aon), the appropriateness of its investment strategy.
- 10. The investment strategy takes account of the maturity profile of the Scheme (in terms of the relative proportion of liabilities in respect of pensioners and non-pensioners), together with the funding position and the Trustee's view of the covenant of the sponsoring employer.
- 11. The expected return of an investment and/or its ability to generate liability matching cashflows will be monitored at least quarterly and will be directly related to the Scheme's investment objective.
- 12. The Trustee's policy is that there will be sufficient investments in cashflow generating assets and other liquid return-seeking assets to meet cashflow requirements in foreseeable circumstances so that the realisation of assets will not disrupt the Scheme's overall investments, where practicable. The Trustee, together with the Scheme's administrators, will also hold a balance of cash to help meet unanticipated benefit and other payment obligations.

#### **Investment Managers**

- 13. The Trustee has delegated investment manager selection and de-selection to the Fiduciary Manager (Willis Towers Watson) (with the exception of the LDI mandate which is the responsibility of the Trustee in consultation with the Strategic Investment Advisor). Both the Fiduciary Manager and the Strategic Investment Advisor will be responsible for manager monitoring, with the Strategic Investment Advisor also responsible for oversight of the Fiduciary Manager.
- 14. In accordance with the Financial Services and Markets Act 2000, the Trustee will set general investment policy, but will delegate the responsibility for selection of specific investments to an appointed Investment Manager or managers. The Investment Manager(s) shall provide the skill and expertise necessary to manage the investments of the Scheme competently.
- 15. The Trustee is not involved in the Investment Managers' day-to-day method of operation and does not directly seek to influence attainment of their performance targets. The Fiduciary Manager and Strategic Investment Advisor will maintain processes to ensure that performance is assessed on a regular basis against a measurable objective for each relevant manager, consistent with the achievement of the long term objectives, and an acceptable level of risk.
- 16. The Trustee recognises that a company's long-term financial success can be influenced by a wide range of factors including environmental, social and corporate governance (ESG) issues. Consequently the Trustee's policy, as advised by the Strategic Investment Advisor, is to be an active long-term investor (through the delegation of investment manager selection, deselection and monitoring and its associated approach to ESG issues, as set out in 17, 18 and 19 below). The Trustee's focus is explicitly on financially material considerations rather than non-financially material or ethical considerations.
- 17. The Trustee has given the Fiduciary Manager a target return for delegated mandates, which overall will align to deliver the broader Scheme investment strategy. The LDI manager also has a target benchmark against which to manage their mandate. The Trustee reviews the nature of Scheme investments on a regular basis, with particular reference to suitability and diversification. The Trustee has delegated implementation of the investment strategy to the Fiduciary Manager and LDI manager, both within agreed guidelines. The Fiduciary manager is responsible for ensuring the appropriateness of each manager and mandate for the Scheme, particularly in relation to diversification, risk, expected return and liquidity. The Trustee recognises the long term nature of its liability profile and sets mandate guidelines designed to generate long term sustainable returns.

## STATEMENT OF INVESTMENT PRINCIPLES (CONTINUED)

- 18. Performance is reviewed on a regular basis against a series of metrics, including financial performance relative to the benchmark and objectives, the exercise of stewardship responsibilities (including engagement with issuers), and the management of risks. Material deviation from performance or risk targets is likely to result in the mandate being formally reviewed.
- 19. The Strategic Investment Advisor advises on the overarching ESG approach taken by the Scheme, with implementation provided by the Fiduciary Manager and LDI manager. The Fiduciary Manager has a dedicated Sustainable Investment resource and a network of subject matter experts. The consideration of ESG issues is fully embedded in the investment manager selection and portfolio management process, with oversight undertaken on an ongoing basis, across both the return-seeking portfolio and cashflow matching portfolio (as appropriate). Whilst noting there may be limitations for each investment manager and asset strategy, the Fiduciary Manager expects investment managers to have ESG processes that align with the investment risk and return characteristics of the strategy. Where an investment manager's processes are deemed insufficient by the Fiduciary Manager and the investment manager does not take steps to improve their approach, the investment manager's position in the portfolio will be reviewed and/or a decision may be taken not to proceed with an investment. The Fiduciary Manager monitors the stewardship and ESG approach of the Scheme's return seeking investment managers and cashflow matching investment managers (as appropriate) and reports to the Trustee at least once a year.
- 20. Both the Fiduciary Manager and Strategic Investment Advisor consider a range of sustainable investment factors, such as, but not limited to, those arising from ESG considerations, including climate change, in the context of a broader risk management framework. The degree to which these factors are relevant to any given strategy is a function of time horizon, investment style, philosophy and particular exposures which the Fiduciary Manager takes into account in the assessment. The Fiduciary Manager, on behalf of the Trustee, encourages and expects the Scheme's investment managers to sign up to local or other applicable Stewardship Codes, in-keeping with good practice, subject to the extent of materiality for certain asset classes. The Fiduciary Manager and the Strategic investment advisor are signatories to the Principles for Responsible Investment (PRI) and the UK Stewardship Code and are actively involved in external collaborations and initiatives. The Trustee is a signatory to the 2020 UK Stewardship Code.
- 21. The Trustee's policy is to delegate responsibility for the exercising of rights (including voting rights) attaching to investments to the investment managers. The Fiduciary Manager has appointed Hermes EOS to undertake public policy engagement on its behalf as well as company-level engagement and the provision of voting advice for the Scheme's equity investments. The Trustee reviews manager voting activity on a periodic basis in conjunction with their investment adviser and uses this information as a basis for discussion. The Trustee separately considers any conflicts of interest arising in the management of the Scheme and its investments. The Trustee has established a responsible investment policy which summarises the responsible investment objectives of the Trustee and the actions that will need to be taken to achieve these objectives.
- 22. Whilst the Trustee expects performance to be delivered net of costs, including the costs of trading within the portfolio, the Trustee expects the Fiduciary and LDI managers to report on at least an annual basis on the underlying assets held within the portfolio with a summary of any transactions over the period. The Trustee will review the costs incurred by the Fiduciary and LDI manager over the Scheme reporting year. Where possible, the Trustee will compare costs to the theoretical portfolio turnover and cost for an appropriate index.

#### Other matters

23. The Scheme is a Registered Pension Scheme for the purposes of the Finance Act 2004.

## STATEMENT OF INVESTMENT PRINCIPLES (CONTINUED)

- 24. The Scheme's AVC arrangement enables benefits to be accrued on a money purchase basis, with the value of members' funds being determined by the value of accumulated contributions adjusted for investment returns net of charges. In selecting appropriate investments, the Trustee is aware of the need to provide a range of investment options, which broadly satisfy the risk profiles of all members, given that members' benefits will be directly determined by the value of the underlying investments.
- 25. The Trustee recognises a number of risks involved in the investment of the Scheme's assets:
  - Deficit risk:
    - is measured through a qualitative and quantitative assessment of the expected development of the liabilities relative to the current and alternative investment policies.
    - is managed through assessing the progress of the actual growth of the liabilities relative to the selected investment policy.
  - Manager risk:
    - is measured by the expected deviation of the return relative to the benchmark set.
    - is managed by limiting exposure to any one Investment Manager, consideration of the appropriate amount of the Scheme to allocate to each active portfolio and by monitoring the actual deviation of returns relative to the benchmark and factors supporting the managers' investment process.
    - The Trustee does not expect managers to take excess short-term risk and will regularly monitor the performance against the benchmarks and objectives set on a short, medium and long terms basis.
  - Cashflow matching risk:
    - is measured by a comparison between the level and nature of the pensioner benefit cashflows required by the Scheme over a specified period relative to projected asset income from the Scheme's cashflow matching assets over that same period.
    - is managed by the Scheme's cashflow matching portfolio being appropriately structured, implemented and monitored in order that the anticipated benefit cashflows can be met with a high degree of certainty.
  - Liquidity risk:
    - is measured by the potential unexpected cashflow requirements that could occur. This could be the result of collateral requirements in the asset portfolio, member choices (transfers out) or demographic changes.
    - is managed by working with the Investment Consultants, Fiduciary Manager, Scheme Actuary and administrator to understand the potential variation in these cashflow requirements (scenario analysis), clear working practices between these parties to identify and communicate cashflow requirements as soon as practicable, and through holding an appropriate level of cash and liquid assets within the portfolio.
  - Currency risk:
    - is measured by the level of exposure to non-Sterling denominated assets.
    - is managed by the implementation of a currency hedging programme (through a combination of a segregated currency hedging overlay and currency hedging carried out by some of the Scheme's Investment Managers) which reduces the impact of exchange rate movements on the Scheme's asset value.
  - Interest rate and inflation risk:
    - is measured by comparing the likely movement in the Scheme's liabilities and assets due to movements in inflation and interest rates.
    - is managed by holding a portfolio of matching assets (physical bonds and/or derivatives) that enable the Scheme's assets to better-match movements in the value of the liabilities due to inflation and interest rates.

## STATEMENT OF INVESTMENT PRINCIPLES (CONTINUED)

#### o Political risk:

- is measured by the level of concentration of any one market leading to the risk of an adverse influence on investment values arising from political intervention.
- is managed by regular reviews of the actual investments relative to policy and through the level
  of diversification within the existing policy.

#### o Sponsor risk:

- is measured by receiving regular financial updates from the Employer and regular independent covenant assessments.
- is managed by adopting an investment strategy that takes into consideration the Employer covenant and funding level.

#### Counterparty and default risk:

- is measured through a combination of market indicators (credit ratings and credit default swap spreads) and qualitative considerations.
- is managed by having a diverse range of counterparties and through the negotiation of a suitable collateralisation process where appropriate. The Trustee has delegated the measurement and management of counterparty risk to the relevant Investment Managers.

#### Climate risk:

- is measured through a qualitative and quantitative assessment of carbon emissions owned and carbon footprint.
- is managed via regular monitoring of the Scheme's exposure to climate change related risks, including but not limited to carbon emissions, physical impacts and the expected transition to a low-carbon economy.

### MEMBERS' INFORMATION

#### INTRODUCTION

The Scheme is a defined benefit scheme and is administered by Aptia UK Limited in accordance with the establishing document and rules, solely for the benefit of its members and other beneficiaries.

The registration number in the Register of Occupational and Personal Pension Schemes is 10252894.

#### Other information

(i)	The Trustee is required to provide certain information about the Scheme to the Registrar of Pension Schemes
	This has been forwarded to:

Pension Tracing Service
The Pension Service 9
Mail Handling Site A
Wolverhampton
WV98 1LU

www.gov.uk/find-pension-contact-details 0800 731 0193

Mail Handling Site A

(ii) The Pensions Ombudsman may investigate and determine any complaint or dispute of fact or law in relation an occupational pension scheme. Any such complaints should be addressed in the first instance to the Trustee. Enquiries should be addressed to:

The Pensions Ombudsman

Osouth Colonnade

Canary Wharf

London E14 4PU

enquiries@pensions-ombudsman.org.uk

0800 917 4487

www.pensions-ombudsman.org.uk

(iii) The Pensions Advisory Service exists to assist members and beneficiaries of schemes in connection with difficulties which they have failed to resolve with the trustees or administrators of the scheme. TPAS may be contacted at:

(iv) The Pensions Regulator (TPR) can intervene if it considers that a scheme's trustees, advisers or the employer are not carrying out their duties correctly. The address for TPR is:

Telecom House 125-135 Preston Rd Brighton and Hove Brighton BN1 6AF

(v) The Pension Protection Fund (PPF) was introduced to protect members' interests in certain circumstances, i.e. to provide compensation where an employer has become insolvent and the scheme assets have been reduced due to fraud, theft, or misappropriation. It does not cover losses resulting from adverse investment returns.

The PPF is funded by a levy on occupational pension schemes.

(vi) The Trust Deed and Rules, the Scheme details and a copy of the Statement of Investment Principles are available for inspection free of charge by contacting the Trustee at the address shown for enquiries in this report. Any information relating to the members' own pension position, including estimates of transfer values, should also be requested from the Scheme administrators at the address on page 2 of this report.