

LGM Investments Limited

Part 2A of Form ADV: Firm Brochure

January 2019

LGM Investments Limited is registered in the United States as an investment adviser with the United States Securities and Exchange Commission. Registration does not imply a certain level of skill or training.

This brochure provides information about the qualifications and business practices of LGM Investments Limited. If you have any questions about the contents of this brochure, please contact us at +44 (0) 20 7628 8000. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any United States state securities authority.

Additional information about LGM Investments Limited is available on the SEC's website at www.adviserinfo.sec.gov

LGM Investments Limited, 95 Wigmore Street, London, W1U 1FD, United Kingdom
Tel: +44 (0) 20 7628 8000; Fax: +44 (0) 20 7628 8188
www.bmogam.com

Item 2 Material Changes

There have been no material changes since the last update in January 2018.

Table of Contents

Item 2 Material Changes	2
Item 3 Table of Contents	3
Item 4: Advisory business	4
Item 5: Fees and Compensation	5
Item 6: Performance-Based Fees and Side-By-Side Management.....	6
Item 7: Types of Clients	7
Item 8: Methods of Analysis, Investment Strategies and Risk of Loss	8
Item 9: Disciplinary Information	12
Item 10 Other Financial Industry Activities and Affiliations.....	13
Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.....	14
Item 12 Brokerage Practices	17
Item 13 Review of Accounts.....	19
Item 14: Client Referrals and Other Compensation.....	21
Item 15: Custody	22
Item 16: Investment Discretion.....	23
Item 17 Voting Client Securities	25
Item 18: Financial Information	27

Item 4: Advisory business

LGM Investments is a trading name of LGM Investments Limited and is part of the BMO Global Asset Management group of companies which are themselves part of the wider BMO Financial Group. The BMO Financial Group can trace its roots back to the foundation of the Bank of Montreal in 1817, Canada's first bank and the ultimate parent company of the BMO Financial Group, including LGM Investments Limited.

BMO Global Asset Management is a global investment organisation providing investment management, services to institutional, retail and high net worth investors around the world with over 20 offices in 17 countries. We are a provider of market-leading investment capabilities across multiple asset classes, with a focus on innovating and delivering investment solutions for clients.

We provide our clients access to core competencies such as global and regional equities, large and small cap equities, global rates, investment grade and non-investment grade credit as well as our award-winning liability driven investment, property and Responsible Investment solutions. Our business is built around understanding our clients' objectives and providing innovative solutions to meet those objectives.

As at 31 October 2018, LGM Investments Limited managed approximately US \$2.689 billion of assets for a range of clients. The BMO Global Asset Management group of companies, including LGM Investments Limited, had a total of approximately US \$248.5 billion in assets under management. The wider BMO Financial Group, with a team of diverse and highly engaged employees, provides a broad range of retail banking, wealth management and investment banking products and services to more than 12 million customers, maintained assets of approximately Canadian \$728 billion (as at October 2018)

Item 5: Fees and Compensation

The fees and expenses for our services will depend on the service provided and may be open to negotiation or based on existing agreements we may have entered into with you. Fees will generally be based on either:

- a basis point fee in relation to the assets under management;
- a charge associated with a particular piece of advisory work or a particular solution provided (e.g. if you ask us to structure a specific transaction we will charge you costs associated with this transaction and these will be linked to the risk of the trade and the cost of doing it); and/or
- a performance fee which will be linked to performance targets which have been set and agreed in the agreement we have entered into with you.

The fees and expenses associated with our governance and sustainable investment services are captured as part of the management fee you pay and the service is therefore part of the broader package that we offer you. We also offer a responsible engagement overlay service for our clients where we do not manage their assets and therefore where there is no associated management fee. In these instances, either a fixed fee or a basis point charge will be applied to the value of assets to which the service is applied.

Fees are usually payable monthly or quarterly in arrears and are either deducted from your assets, which are held by your appointed custodian, or billed directly to you. Respectively, the fee, the method of calculation and the frequency of charging can be negotiated before we enter into any formal agreement with you to manage your money, or provide services to you.

The fees and expenses for clients with their own segregated discretionary portfolio management accounts are subject to, and will depend on, the structure of the assets, but may include:

- administration fees;
- brokerage fees; and
- other transaction costs such as the bid/offer spread on non-agency transactions.

Brokerage fees and other transaction fees are discussed in more detail in Item 12 Brokerage Practices.

We review our fee rates regularly and also benchmark our fee schedules against what the market charges, using public information, industry surveys and industry press reports. We aim to ensure that our fees remain competitive whilst reflecting the high quality of our investment products and also the high level of client service that we offer.

We reserve the right to waive or impose different fees or otherwise modify the fee arrangements of an existing client with the consent of that client.

Item 6: Performance-Based Fees and Side-By-Side

We charge some clients a performance based fee, that is, a fee based on our performance against targets which have been set and agreed in the client agreement. These will vary from client to client and will be negotiated at the time the agreement is drafted between us.

Potential conflicts of interest may arise due to the nature of performance fees. Such fees may create an incentive for us to undertake investments carrying greater risks. Another potential conflict of interest may arise because we may have an incentive to favour higher performance fee paying accounts or those that pay a performance fee over those that do not.

To manage these risks, we have Performance and Risk Review Committees (PRRC) per asset grouping and an overarching Performance and Risk Review Oversight Committee (PRROC) which monitor investment risk on a regular basis with a view to ensuring that portfolios are not running undue risk, or that those portfolios with similar objectives are achieving similar outcomes. Additionally, we also seek to monitor the fair participation and fair allocation of deals including new issues. Furthermore, we have a policy of requiring staff to disregard any material interest or conflict when advising or exercising investment discretion for you. That is, the policy is to always act in the best interests of the client and in the last resort we may decline to act for you where that is the only alternative.

Other potential conflicts that may arise from us managing both funds with performance fees and more traditional funds with lower fees and where we are seeking to cross assets from one to another. Our policies on fair participation, aggregation and allocation are designed to manage these conflicts. Our senior management and our internal audit, risk and compliance teams monitor these key potential conflicts. Our controls over crossing aim to prevent conflicts arising in this area. That is, positions cannot simply be transferred from account to account. Crosses may be made between clients' accounts but these are generally traded through a broker in the market at a price that is fair to both parties.

Item 7: Types of Clients UPDATED BY MANDY MANNIX

Our clients comprise a range of investors, across a number of geographies and jurisdictions. We provide discretionary investment management services to the following:

- Pension funds;
- Foundations;
- Government organisations;
- Third party funds; and
- LGM Investments sponsored funds.

We do not provide investment advice to private individuals based on their individual personal circumstances.

For our institutional clients wishing to have their own segregated mandate, we generally look to a minimum fund size of \$50 million; however, this may be adjusted on an individual basis. For LGM funds, the minimum subscription amounts are detailed in the applicable fund prospectus.

Item 8: Methods of Analysis, Investment Strategies and Risk of Loss

We offer a broad range of investment strategies across a full range of asset classes, including:

- § Global, regional and country specific fixed income (covering corporate bonds, government securities, money market and aggregate strategies across developed and emerging markets);
- § Developed and emerging market equities in small, medium and large companies (including strategies focused on environmental, social and governance themes, as well as systematic equity);
- § Liability Driven Investment (solutions ranging from our cost-effective Dynamic and leveraged Swap funds, simple hedging Equity Linked products, to the more tailored Bespoke and Segregated service);
- § Multi-asset (balanced) and multi-manager (fund of funds) portfolios;
- § Private equity fund of funds;
- § Listed and direct real estate investment;
- § Alternative strategies such as absolute return oriented fixed income, fund of hedge funds and derivatives-based strategies; and
- § Exchange Traded Funds (a suite of fixed income and equity solutions).

Excepting passive product, all of these approaches aim to add value through active management based on internal and external research.

We believe that individuals work best as part of a small, focused team. Our investment professionals are therefore organised into tightly knit groups, focused on specific products. Each team is provided with a high degree of autonomy over their investment approach, fostering a strong culture of enterprise and accountability for delivering performance. This approach – of being both large in terms of resource, but entrepreneurial and multi-specialist in terms of structure – is what we describe as a “multi-specialist” fund management model, with individual investment teams applying what they believe to be the most appropriate investment philosophy and process for the particular market in which they invest, based upon specific mandate objectives and guidelines.

Each strategy is designed to provide the investment exposure described in its investment guidelines which in the case of segregated mandates are contained in the Investment Management Agreement. The suitability of a strategy or fund for a particular client depends on their investment requirements and attitude to risk.

As a client you will be exposed to the risks associated with investment in stocks, shares and bonds and you should understand that the value of, and income from, investments can fall as well as rise and that you may not get back the full amount that you originally invested. You should also be aware that the strategy in which you invest will be liable to market movements and should be familiar with the specific risks associated with the strategy in which you are investing and be prepared to undertake those risks. You should ensure you are

aware of all the potential risks specific to your investment portfolio. We have summarised below the key risks.

General Risks

The following risks are general and apply to all strategies we offer:

- § **Market risk:** the value of shares and the income from them is not guaranteed and can fall as well as rise due to stock market and currency movements.
- § **Performance risk:** past performance is not a guide to future investment returns and when holdings are sold you may get back less than you originally invested.

There will be a variation in performance between different funds with similar objectives due to the different assets selected. Portfolios will also diverge from their benchmarks depending on these selections. There is no guarantee of the performance of your investment.

- § **Inflation risk:** inflation can affect the value of your investment.
- § **Fees:** the impact of fees charged on the management of assets may reduce the prospects for capital growth or possibly result in capital erosion.

Strategy Specific Risks

Our individual investment strategies have different specific areas of investment and investment objectives. These specific objectives may mean that one or more of the specific risks listed below could also apply to your investment.

- **Liquidity risk:** Generally speaking, smaller capitalization and emerging market equities; credit, high yield and emerging market debt instruments; private equity and direct property are less liquid than other asset classes. This means that there may be difficulty in both buying and selling assets and individual asset prices may be subject to short-term price swings. This may result in increased volatility for these assets.
- **Credit risk:** There is always a credit risk associated with investing in corporate bonds. With investments in lower grade corporate bonds there is a higher risk that the issuer will not meet its debt obligations. The higher the credit risk, the greater is the likelihood of a failure to pay interest or capital when due.
- **Exchange or currency risk:** Investments made overseas may not be traded in your base currency and movements in exchange rates may cause the value of your investment to rise and fall.

- **Smaller companies:** Smaller companies and businesses at an early stage of their development carry a higher degree of risk and this means that the value of such investments is usually more sensitive to market movements, which may result in increased volatility for these assets.
- **Concentrated portfolio:** Where a portfolio is concentrated, short-term volatility in the price could be relatively high.
- **Fixed interest securities and interest rates:** The value of portfolios that invest in fixed interest securities may increase or decrease if interest rates change. For example, if interest rates rise, the portfolio value is likely to fall.
- **Sub-Investment Grade Bonds:** Such bonds have a lower credit rating than investment grade bonds and so a higher risk of default and carry a higher degree of risk both to the income and capital value of the portfolio.
- **Ethical screening:** Certain strategies are unable to invest in certain sectors and companies due to the ethical screening that they undertake, which may lead to differential volatility in portfolios containing such strategies.
- **Zero dividend preference shares:** Zero dividend preference shares are entitled to a fixed return of capital at redemption that is set at issue and will not increase. The return is not guaranteed and may be adversely affected by investment performance; however, it is protected to the extent zero dividend preference shares are paid out before other shareholders
- **Investment trusts:** Certain strategies may invest in investment trusts. These are public limited companies quoted on the Stock Exchange. The price of their shares depends on supply and demand and is not necessarily the same as the value of the underlying assets per share. It may be higher 'at a premium' or lower 'at a discount'. The discount or premium varies continuously and represent an additional measure of risk and reward. Gearing – investment trusts can borrow money, which can then be used to make further investments. In a rising market, this 'gearing' can enhance returns to shareholders. Correspondingly, if the market falls, losses will also be multiplied.
- **Emerging Markets:** Investments in emerging markets may be more volatile than investments in more developed markets. Many emerging markets do not have well developed regulatory systems and disclosure standards may be less stringent than those of developed markets. The risks of expropriation, nationalisation and social, political and economic instability are greater in emerging markets than in more developed markets. The accumulation and disposal of holdings may be more expensive, time consuming and generally more difficult than in more developed markets. Also, due to the lack of liquidity, volatility may be higher. Many emerging markets are small, have low trading volumes, low liquidity and significant price volatility. Significant changes in the exchange rates of currencies of the countries in which investments are made may occur following investment in these countries. It may not be possible to undertake currency hedging techniques in respect of these currencies. Settlement and custody standards may not be as high and supervisory and regulatory authorities may not be as sophisticated. As a result, there may be risks that settlement may be

delayed and that cash or securities could be disadvantaged. Emerging markets may restrict the access of foreign investors to securities. As a result, certain equity securities may not be readily available because the maximum permitted number of or investment by foreign shareholders has been reached. Similarly, the outward remittance by foreign investors of their share of net profits, capital and dividends may be restricted or require governmental approval. The fund manager will only invest in markets in which it believes these restrictions to be acceptable. There is however no guarantee that additional restrictions will not be imposed after an investment has been made. Settlement and custody standards may not be as high and supervisory and regulatory authorities may not be as sophisticated. As a result, there may be risks that settlement may be delayed and that cash or securities could be disadvantaged.

- **Property:** Certain strategies may invest in property related securities. The value of such securities is likely to reflect valuations of property assets as determined by professional valuers. Such valuations are the opinion of the valuer at a particular time, may not be supported by recent transactions and are liable to revision, up or down.
- **Political and / or regulatory risks:** The value of your investment may be affected by uncertainties such as changes in government policies, taxation, restrictions on foreign investment and on foreign currency repatriation, currency fluctuation and other developments in the laws and regulations of investee countries.
- **Economic risk:** Any investment made may be sensitive to any general downturn in the overall economy or in that entity's industrial sector. Although the fund manager will attempt, through careful selection of investment candidates, to limit the risk associated with general economic conditions, substantial adverse economic conditions might have an impact on the investment assets of your account.
- **Derivatives and Forward Transactions:** Investments in derivatives may increase or decrease the volatility of the value of your investment.
- **Taxation:** Levels and bases of taxation and reliefs from such taxation are subject to change and their value, in certain circumstances, depends on an investor's particular circumstances. Existing and prospective investors should consult their professional advisers regarding potential tax consequences of undertaking particular investments.

The importance of these risks may change in the future.

Item 9: Disciplinary Information

There is no disciplinary information that relates directly to LGM Investments Limited.

Item 10: Other Financial Industry Activities and Affiliations

LGM Investments is a trading name of LGM Investments Limited and is part of the BMO Global Asset Management group of companies which themselves are part of the wider BMO Financial Group. LGM Investments Limited is one of a number of investment firms in the LGM Investments' group of companies and is affiliated to each of these firms through the common ownership by LGM (Bermuda) Limited. LGM (Bermuda) Limited is a wholly owned subsidiary of the Bank of Montreal which is the parent company of the BMO Financial Group.

When appropriate, employees of LGM Investments Limited may provide information, marketing materials and disclosure documents to clients or potential clients of companies within the BMO Global Asset Management group of companies. These products or services are only offered to investors in those countries and regions in accordance with applicable laws and regulations. Alternatively, other companies within the BMO Global Asset Management group of companies may provide information, marketing materials and disclosure documents with respect to clients or potential clients of LGM Investments Limited.

In addition, LGM Investments Limited may have common management and officers with some of its affiliates, including with affiliated investment advisers. LGM Investments Limited shares facilities with some affiliates and relies on BMO Financial Group for various administrative support including information technology, human resources, legal, finance, risk management, internal audit and compliance. These facilities can create potential conflicts of interest. LGM Investments Limited seeks to mitigate these potential conflicts of interests through its governance structures and by maintaining trading policies and procedures including a Code of Ethics policy.

Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Code of Ethics

BMO Global Asset Management's Code of Conduct represents the five principles that reflect BMO Global Asset Management's commitment to high standards of business conduct and ethics. These principles provide BMO Global Asset Management for ethical behaviour and decision-making.

BMO Global Asset Management holds a unique place of trust in the lives of our clients. BMO Global Asset Management has adopted this Code of Ethics, in support of BMO's Code of Conduct, to safeguard this position.

The Code aims to ensure that BMO Global Asset Management employees place the interests of clients and BMO Global Asset Management EMEA's reputation above their own, so helping to avoid potential conflicts of interest that may arise from their actions. The Code applies to employees of the regulated businesses within BMO Global Asset Management, in jurisdictions where we operate and have regulatory requirements on managing conflicts of interest.

To meet this objective, the Code sets out procedures on personal account dealing, providing and receiving gifts and hospitality and personal conflicts of interest. Employees should comply with the spirit as well as the letter of this Code.

BMO Global Asset Management owes an overriding duty to its clients to treat them fairly and to exercise its business with integrity.

Upon joining BMO Global Asset Management, employees must sign their agreement to read and understand several wide-ranging policies of BMO Global Asset Management, including the Code of Ethics. Monitoring compliance with the Code forms part of the employee's day to day responsibilities. It also forms part in the employees' overall annual appraisal process of which an employee's bonus is determined by this appraisal. The appraisal process considers the employee's performance and contribution to the investment team and to BMO Global Asset Management as a whole.

In accordance with our Code of Ethics, we have rules and policies regarding individual and peer responsibilities, as well as responsibilities to our employees, to our clients, suppliers, shareholders and other stakeholders. They include:

- Compliance with laws, rules and regulations (including Market Abuse regulations);
- Fraud and malpractice;
- Anti-Corruption;
- Code of Conduct;
- Protecting BMO Global Asset Management's confidential and other proprietary information and that of our customers and vendors;
- Protection and proper use of company assets;

- Treating BMO Global Asset Management employees with respect;
- Dealing with conflicts of interest;
- Political activity;
- Promoting full, fair, accurate, timely and understandable disclosure in financial reports and other public communications;
- Confidentiality of Information;
- Protecting the environment and social responsibility; and
- Encouraging the reporting of any unlawful or unethical behaviour through Whistleblowing

Specific ethical aspects are also contained in BMO Global Asset Management's Corporate Values which we strive to reflect in how we behave day to day.

Our Corporate Values:

- Clients: we put our client's first, adding value and building relationships.
- Accountability: for performance in delivering, and indeed exceeding, all of our clients' objectives.
- Innovation: constantly challenging and improving the way we do things for the benefit of our clients and ourselves.
- Respect: integrity and trust forms the cornerstone of all our activities

The BMO Global Asset Management cultural values and all rules and policies are accessible to employees on the company Intranet. Commitment to the values is reinforced through employee surveys and individual performance management process. We are happy to supply further detail on our Code of Ethics on request.

Participation or Interest in Client Transactions

We are committed to fair dealing and integrity in everything that we do. We operate on the basis that clients' interests are placed before our own and our policies, procedures and processes reflect this principle.

The above said, this is not to say that we will never have interests which conflict with our clients' interests or with our duties owed to clients and in this regard, we have established policies and procedures designed to identify, mitigate and manage any such conflicts (e.g. a Conflicts of Interest Policy, Code of Ethics, Market Abuse Handbook, Restricted Dealing Process). These include organisational and administrative arrangements and controls designed to safeguard the interests of clients.

Personal Trading

We allow our employees to carry out personal account transactions for their own account and this could cause a conflict with our clients' interests however this is mitigated through our internal Code of Ethics.

The overriding principle in the Code of Ethics is that our clients' interests come first. It is designed to ensure that employee dealing is undertaken in such a way that it avoids actual or potential conflicts of interest, that

employees do not abuse their position of trust and responsibility and do not take inappropriate advantage of their position.

The PA Dealing Rules generally require the pre-approval of proposed trading. Blackout periods before and after client trading and a ban on short-term trading and trading in derivative instruments are in place. A list of restricted investments is maintained and checked prior to any personal account trade being authorised

Any employee whose personal dealings breach the letter or spirit of these rules may, at the discretion of the Chief Compliance Officer, be prohibited from dealing on their own account and may be required to surrender any profits which resulted from the offending trading.

A copy of the Code of Ethics is given to every employee on commencement of employment, or on any amendment to the rules. Compliance with these rules form part of the employee's contract of employment. To assist in the Compliance monitoring of employee transactions, employees are required to disclose personal securities holdings upon commencement of employment with the firm and annually thereafter.

Item 12 Brokerage Practices

The committee that is responsible for counterparty approval and monitoring is the Counterparty Credit Committee (CCC). The CCC is responsible for the appointment of counterparties and the subsequent monitoring and review of credit limits where applicable for all counterparties. The CCC also sets the derivatives policy for BMO Global Asset Management, which is then monitored daily by the Derivative Support Group, reporting any deviation from the derivatives policy to the CCC.

All new counterparties are subject to a due diligence process in which the counterparties' legal and regulatory status, financial strength and anti-money laundering arrangements are verified and any contractual documentation is assessed for its suitability to ensure that our clients are appropriately protected.

The assessment of creditworthiness utilises research provided, amongst others, by our credit analysts, external rating agencies such as Moody's, Fitch and S&P and data providers such as Bloomberg, Markit and Reuters and considers, but is not limited to, the following factors:

- § External credit ratings from Moody's, Fitch and S&P;
- § Ownership structure and potential guarantees; and
- § Capital adequacy, Asset quality, Profitability, Liquidity, Operating environment.

The CCC also obtains the following documentation during the process:

- § Latest audited annual reports (covering at least two financial years).
- § Proof of regulatory status.

Counterparties / brokers are differentiated with respect to the credit risk resulting from different instruments and as such are higher for transactions creating direct credit exposure. Along with our credit analysts' research, we use an internal rating model for approving and subsequent review of our counterparties and guarantors (if applicable).

The CCC meets formally on a quarterly basis, and more frequently if required, to consider adding new counterparties / brokers, evaluate all dealing counterparties and to remove or reduce limits for those which have undergone an adverse credit migration, or where dealing performance has been inadequate. Changes to the list of approved counterparties will occur whenever a counterparty meets or ceases to meet our criteria. We formally monitor and compile a report on every transaction, evaluating, amongst other things, the dealing performance of the counterparty. This process is used to include new counterparties / exclude underperforming counterparties from future transactions.

We have both added and removed entities from our list of counterparties / brokers based on performance in execution, commitment to showing prices and trading capability. In cases where there have been serious credit concerns, we have, in consultation with our clients, reduced exposures to individual counterparties due to credit issues, by means of novations, intermediations or close-out of positions.

From 1st January 2018, BMO Global Asset Management pays from its own P&L for all third-party investment research consumed by investment teams in EMEA. The use of Commission Sharing Agreements ceased at the end of Dec 2017 and client portfolios will only incur execution-related costs from then onwards.

All execution rates are reviewed on an ongoing basis by the Dealing Team to ensure BMO GAM EMEA obtains optimum rates on behalf of its clients. Rates will vary depending on the country of execution and type of service required from the executing broker.

BMO Global Asset Management's Centralised Dealing Desk have a responsibility to ensure best execution on behalf of client portfolios and therefore have full discretion about how and where to place orders, as described in the firm's Order Execution Policy.

As part of our commitment to deliver consistent execution quality, we utilise an independent Transaction Cost Analysis (TCA) service, which allows the central dealing team to evaluate their execution quality and to optimise execution strategies across asset classes.

We have a robust governance framework in place around order execution processes and outcomes. The relevant committees are responsible for oversight of practices and review of this policy, and include representation from Business Management, Dealing and Compliance.

Item 13 Review of Accounts UPDATED BY DAVID SLOPER

On a regular basis (typically monthly) our Performance Review and Risk Oversight Committees, comprising members of the product control and investment risk teams, meet to formally review the performance and investment risk of investment desks including:

- Comparison of performance versus benchmark (if appropriate) over appropriate time periods monthly, quarterly, year to date, one, three and five-year returns;
- Comparison to peer groups (if appropriate) where relevant showing monthly, quarterly, year to date, one, three and five-year returns;
- Consistency in performance and identify of any outliers;
- Where relevant investment policy changes to previous month, outlook on the markets and expected changes;
- Ex ante risk, whereby ex ante tracking errors are reviewed against internal targets or client limits for representative portfolios; and

Reports reviewed in the committee meetings are provided by the following specialist teams who also ensure independent monitoring:

- The State Street Performance Analytics team: calculates portfolio returns, delivering these on a monthly basis to the BMO Global Asset Management Product Control and investment teams, and senior management. Their detailed analysis covers absolute and relative performance, dispersion, risk and peer group comparisons.
- The Investment Risk Oversight team: produces a report utilising the State Street truView risk analytics service, on the portfolio active risk positions. This is in addition to the daily monitoring used by the portfolio managers. This report includes risk attribution.

In particular, the Investment Risk Oversight team is responsible for:

- Monitoring the active risk taken by BMO Global Asset Management portfolios;
- Analysing the sources of risk taken in each portfolio and checking they are consistent with the fund manager's investment strategy; and
- Checking that portfolios' risk is consistent with investment performance objectives;

The monitoring of client portfolio active risk positions will typically include the following:

- Risk statistics (portfolio volatility, ex ante tracking error, value at risk, portfolio beta)
- Deviations from benchmarks (per stock, sector, country, duration, quality, currency, etc.)
- Portfolio biases (style, market capitalisation, momentum, etc.)
- Compliance with client guidelines.

Risk oversight is typically undertaken daily, and statistics are reported internally by the Investment Risk Oversight team on a monthly basis. The team acts strictly independently from the Fund Managers to ensure adequate monitoring of the risk taken within portfolios.

Portfolio monitoring

In addition, the Mandate Compliance team checks all client portfolios on a daily basis to ensure daily, post-trade compliance with mandate restrictions. This team uses the ThinkFolio system to ensure that all mandates are run in-line with the client's pre-agreed limits. ThinkFolio is a compliance system which monitors all the agreed limits of the mandates managed by BMO Global Asset Management. Every active or passive breach will immediately be communicated to the relevant portfolio manager or, in the event of a breach of mandate, to both the allocation team and the responsible account manager.

Institutional Client Reporting

We place great importance on maintaining and developing a good relationship with our clients. As part of this, we aim to provide institutional clients with an excellent standard of service, tailored to meet their requirements. We can provide a comprehensive package of reports on your portfolio and reports are available in hard copy or email.

Typically, these will include:

- Monthly valuation of the portfolio;
- Monthly list of transactions carried out during the month;
- Monthly cash statement, showing the movements on the account during the month;
- Quarterly report on the activity and performance in the last quarter;
- Quarterly report of the voting actions taken at company meetings for your holdings;
- Quarterly report on transaction costs incurred for the portfolio;
- Quarterly investment outlook, giving our view on the global investment scene; and
- Annual audited report on our control policies and procedures ("AAF 01/06 (formerly known as "FRAG 21/94)").

We review regularly the content of our reports to ensure that they still meet high standards and are relevant to the nature of the mandate.

Item 14: Client Referrals and Other Compensation

This section is not applicable to us as we do not compensate client referrals.

Item 15: Custody

This section is not applicable to us as we do not have custody of our US advisory clients' funds or securities.

Item 16: Investment Discretion

Our main business is investment management. Clients appoint us to manage their assets as described in the investment management agreement or a Fund Prospectus, and therefore we have typically have investment discretion over clients' assets within pre agreed guidelines. For Fund investors the investment guidelines are articulated in a Fund prospectus and KIID document and there are clear procedures for any change that include engagement with an independent Board as well as client communication protocols.

For a client who engages with us via a segregated account a client director is appointed and will have responsibility for managing the client's on-going relationship with BMO Global Asset Management and for checking that all the client's requirements are met by the company. In order to ensure smooth and effective onboarding of a client we appoint a transition manager to support the client directors in the on boarding and to verify that all relevant business units (including the fund management and operations teams) are informed of the details of each new client so that the accounts are set-up on all relevant in-scope IT applications. The transition management team then receives confirmation from the business units that the accounts have been set-up in time for the commencement of investment activities.

Money laundering detection and Know Your Client procedures include the requirement to verify the identity of all new clients with official documentation and obtaining an authorised signatory list. An electronic checklist is completed to verify that such documentation is obtained.

From the details received from the new client, the client director checks that a client classification is established based on the client's investment objectives and risk profile. This is documented and appears in the client's investment management agreement (IMA) so that the correct regulatory protections are afforded to the client. For a Fund investor, this verification is undertaken by our administrator and follows agreed standards and procedures overseen by our Anti-Money Laundering function.

Each new IMA is reviewed by the legal department and a contract sign-off form completed as evidence that the IMA is compliant with legal requirements and current regulations, before the IMA is signed by authorised signatories of both parties.

The client management team captures all the client's requirements including investment objectives, benchmarks, restrictions and guidelines in the IMA. The agreement is signed by authorised signatories of BMO Global Asset Management, as per the authorised signatory list, and the client before the commencement of investment activities.

The Transition Manager team completes an electronic checklist to verify that investment activity cannot commence on a new client's portfolio until:

1. the IMA has been completed and signed by both parties, or issued in line with local regulations,
2. the commencement date of the IMA has been reached and
3. Anti-Money Laundering and Know Your Client documentation has been confirmed as complete.

Communication is maintained between the client director and the new client to verify that their requirements are met. All communications (correspondence, meetings, etc.) with new, potential and existing clients are recorded by the institutional business team in a Client Relationship Management system, Salesforce.

A checklist is completed by the Transition Manager to verify that the client's account has been set-up correctly on the investment accounting systems, and the client's stock and cash holdings have been received and recorded on the client's account.

A report on the opening book values of all transferred assets is prepared by the operations team prior to being sent to the client. Any discrepancies are followed up with the client and resolved.

Item 17 Voting Client Securities

Introduction

As the investment adviser, investment manager or any other roles which are to that effect, LGM Investments ("LGM") and its affiliates are responsible (unless clients specified to the contrary in the relevant investment management agreement) for the proxy voting of stocks held in the accounts on behalf of the clients. These clients include mutual funds, ERISA, and other investment advisory accounts.

LGM has adopted and implemented certain procedures (and the proxy voting policies attached hereto and incorporated as part of these procedures) that LGM believes are reasonably designed to ensure that proxies are voted in the best interest of its clients, and in accordance with our fiduciary duties, with the Rule 206(4)-6 under the Investment Advisers Act of 1940, as amended and with the long-standing fiduciary standards and responsibilities for ERISA accounts set out in the Department of Labor Bulletin 94-2 C.F.R. 2509.94-2 (July 29, 1994) of the United States of America.

Voting Authority

All client accounts of LGM are categorized into three different levels of voting authority, and such records will be kept up-to-date and amended accordingly when required, by the Proxy Administrator ("PA")

Category 0: if the client or some other parties besides LGM is to vote the proxies

Category 1: if LGM is to vote the proxies according to LGM's standard proxy voting policies

Category 2: if the account has special voting objectives and for which LGM has voting responsibility

Proxy Notices

Proxy notices are received from custodians or proxy processing service companies (which have been delegated with the proxy voting processing task by the custodians), by mail, fax or electronic means. Where applicable, the PA logs all proxy notices received in the proxy notices file and reconciles the account information and the number of shares on the proxy ballot against LGM's latest records. For clients subscribed to electronic proxy voting, all proxy notices are transcribed in to an electronic message and delivered directly to LGM's proxy services provider ("PSP"). All account information, including any amendments to the number of shares to be voted, will be communicated directly to the PSP by the custodian. Any discrepancies are escalated to the custodian as soon as possible so that LGM can vote the proxy ballot with the correct information, either manually or through the PSP platform.

Voting

LGM Investments follows the proxy voting policies and procedures of its affiliate BMO Global Asset Management EMEA ("BMO GAM (EMEA)"). BMO GAM (EMEA) sets out expectations of investee

companies in terms of good corporate governance in publicly available Corporate Governance Guidelines (“CGG”) which are updated annually and available upon request. In addition to these guidelines, general and country-specific voting guidelines are maintained and applied within the voting process by the PA. Where permitted by the client agreement, voting instructions are generally processed electronically via the PSP. Securities are voted where market, custodian and company-level processes allow the casting of votes. Where shareblocking exists, client policy will be followed votes may not be cast due to concerns about failed trade settlements and the extraordinary cost to clients.

The PA determines, in consultation with the appropriate portfolio managers/analysts, how LGM will vote on each matter contained in the proxy statement in accordance with the CGG for all category 1 accounts, and in accordance with the accounts’ special voting objectives for all category 2 accounts. When there are factors causing an issue to fall outside the usual voting practices indicated by the CGG, the relevant portfolio managers/analysts will be consulted and the voting decision reached. Where applicable, all votes will be recorded on the Analyst/Portfolio Manager Proxy Consultation Form (Appendix B) or similar proxy form. In the spirit of transparency, we also make available to both our institutional and retail fund customers, and to the public a comprehensive record of our voting by publishing all our votes and comments on our website.

Returning of Voted Proxy Statements

Proxy materials are prioritized so that the earliest meetings will be handled first, and the PA will ensure that the voted proxy statements are returned to the custodian or the PSP well before the meeting dates on a best efforts basis. The voted proxy statements are returned by fax or by electronic means via the PSP platform. Evidence (for example, the fax delivery log, the e-mail delivery receipt or the returned receipt from the custodian) to show that the voted proxy statements have been successfully delivered is retained.

Recordkeeping

The PSP platform has functionality to record all voting activity for subsequent reporting purposes. All records and any other documents that are material in reaching the voting decision are retained. Where applicable, a copy of the voted proxy statement together with the Analyst/Portfolio Manager Proxy Consultation Form are filed alphabetically by company name and by year in which they are voted. Client written request and all written responses by LGM to written or oral requests for proxy voting information are also maintained. These records are retained for seven years and in accordance with the recordkeeping requirements stated in Section 204-2 of the Investment Advisers Act of 1940, as amended.

Item 18: Financial Information

This section is not applicable to us as we do not require or solicit prepayment of more than six months or more in advance.