

# **Principal Global Investors (Hong Kong) Limited**

**Form ADV Part 2A**

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This brochure provides information about the qualifications and business practices of Principal Global Investors (Hong Kong) Limited (“PGIHK”). If you have any questions about the contents of this brochure, please contact us at 800-533-1390. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority. Additional information about PGIHK also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

PGIHK is an SEC-registered investment adviser. This registration does not imply any certain level of skill or training.

## **ITEM 2 - MATERIAL CHANGES SUMMARY**

The PGIHK Advisory Brochure (Part 2A of Form ADV) (the “Brochure”), dated March 30, 2020, has been updated to reflect important information related to changes in disclosure from our last Brochure dated March 29, 2019. Material changes to the Brochure since the last annual update are as follows:

### **ITEM 5**

- Disclose PGIHK’s practices related to the negotiation of fee schedules.

### **ITEM 8**

- Describe the methods of analysis used by PGIHK’s equity boutiques in the management of equity strategies.
- Clarify the use of derivatives in PGIHK’s fixed income strategies.
- Describe the methods of analysis used by PGIHK’s asset allocation boutique Principal Global Asset Allocation.
- Expand and restate the summary of material risks involved in the investment strategies offered by PGIHK.

### **ITEM 10**

- Update information regarding PGIHK’s US and non-US affiliates and PGIHK’s other financial industry activities.

### **ITEM 12**

- Update information regarding the factors considered by PGIHK when selecting brokers and dealers for the execution of transactions in client accounts.
- Provide updated information regarding various aspects of PGIHK’s trading practices, including with respect to new issues, principal and cross transactions, client-directed brokerage, soft dollars, trade order aggregation and allocation, and trade errors.

### **ITEM 15**

- Update information regarding PGIHK’s practices when it is deemed to have “custody” of client assets.

### **ITEM 16**

- Provide additional information regarding non-discretionary relationships.

### **ITEM 17**

- Expand the description of PGIHK’s proxy voting practices.

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## **ITEM 4 - ADVISORY BUSINESS**

### **Introduction**

Principal Global Investors (Hong Kong) Limited (“PGIHK”) was licensed by the Hong Kong Securities and Futures Commission to perform advising on securities, and asset management regulated activities in October 2004. PGIHK utilizes a multi-boutique strategy which enables PGIHK to provide an expanded range of diverse investment capabilities through a network of specialized investment groups and affiliates. Its capabilities encompass an extensive range of equity, fixed income, currency and asset allocation services. PGIHK is an indirect wholly owned subsidiary of Principal Financial Group, Inc. (NASDAQ: PFG).

### **PGIHK’s Services**

PGIHK provides investment advisory services to institutional investors on a discretionary or non-discretionary basis. PGIHK has divided its investment management operations into several unique boutiques including equity, fixed income and asset allocation. PGIHK may hire other investment advisers to provide discretionary investment advisory services in a sub-advisory capacity. These sub-advisors may be affiliated or non-affiliated.

PGIHK generally provides continuous investment advice based on the defined investment strategies, objectives and policies of its clients. This arrangement is documented through an investment management agreement, which incorporates investment management restrictions and guidelines developed in consultation with each client, as well as any additional services required by the client. These restrictions and guidelines customarily impose limitations on the types of securities that may be purchased and the percentage of account assets that may be invested in certain types of securities. Clients may also choose to restrict investment in specific securities or groups of securities for social, environmental or other reasons. PGIHK may also provide certain non-discretionary services to clients such as model portfolios.

### **Assets Under Management**

PGIHK managed \$4,384,688,467 in discretionary assets as of December 31, 2019.

## **ITEM 5 – FEES AND COMPENSATION**

PGIHK offers its services for compensation based primarily on a percentage of assets under management or on a fixed fee basis. PGIHK may negotiate and charge different fees for different accounts. For example, PGIHK may offer discounted fee schedules to certain clients based on the totality of their (and/or their affiliates) relationship with PGIHK or its affiliates. The number of accounts managed, the size or asset level of the account(s), the nature of services rendered, the country of domicile, and any special requirements of the account(s) managed are factors typically taken into consideration in making this determination. For clients with whom PGIHK has agreed to give the lowest fee rate charged to any other similarly situated client, all of these factors, including the totality of PGIHK’s relationship

with a client and/or its affiliates, may be taken into consideration in determining whether a client is similarly situated to another. PGIHK may also consider the impact such arrangements could have on agreements that have previously been entered into with other clients. When deciding whether to negotiate a particular fee, PGIHK may also consider its capacity to manage assets in a particular strategy. In addition, PGIHK may offer or make available to certain clients a specified asset level or capacity maximum that PGIHK will allow them to invest in a given strategy. The amount of capacity offered may impact fee negotiations. The negotiation of fees may result in similarly situated clients paying different fees for comparable advisory services.

#### Equities Fee Schedules:

PGIHK's standard annual fees for investment management services are based on the fair market value of assets under management as outlined in the table below. Published fee schedules are shown for unaffiliated client portfolios which are individually managed (segregated and discretionary) and subject to the stated minimum accounts sizes. Fees and minimum investment amounts in all categories and ranges can be subject to negotiation as appropriate and be higher or lower than those described below.

International Equity	Fee Schedule
Global Equity	0.50% on the first \$50 million 0.45% on the next \$50 million 0.40% Thereafter Minimum Account Size: \$25 million
International Core Equity International Growth Equity Global Opportunities Equity	0.55% on the first \$50 million 0.50% on the next \$50 million 0.45% Thereafter Minimum Account Size: \$50 million
International Small Cap Equity	0.85% on the first \$50 million 0.80% on the next \$50 million 0.70% Thereafter Minimum Account Size: \$50 million
Global Dynamic Risk Premium	0.30% on the first \$100 million 0.25% Thereafter Minimum Account Size: \$50 million
International Dynamic Risk Premium	0.30% on the first \$100 million 0.20% Thereafter Minimum Account Size: \$50 million
Global Strategic Beta Index International Strategic Beta Index	0.175% on the first \$100 million 0.15% Thereafter Minimum Account Size: \$50 million
Emerging Global Leaders Equity Emerging Markets Equity Global Small Cap Equity	0.75% on the first \$50 million 0.70% on the next \$50 million 0.60% Thereafter Minimum Account Size: \$50 million

Diversified International Equity International All Country Equity International Opportunities Equity	0.60% on the first \$50 million 0.55% on the next \$50 million 0.50% Thereafter Minimum Account Size: \$50 million
International Opportunities ADR Equity	0.55% on the first \$55 million 0.50% on the next \$50 million 0.45% Thereafter Minimum Account Size: \$50 million
European Equity	0.50% on the first \$50 million 0.40% on the next \$50 million 0.30% Thereafter Minimum Account Size: \$25 million

Domestic Equity	Fee Schedule
U.S. Small Cap Equity U.S. Small Cap Select Equity U.S. Small Cap Opportunities Equity	0.60% on the first \$50 million 0.55% on the next \$50 million 0.45% Thereafter Minimum Account Size: \$10 million
U.S. Large Cap Dynamic Risk Premium	0.25% on the first \$100 million 0.15% Thereafter Minimum Account Size: \$50 million
U.S. Strategic Beta Indexes	0.15% on the first \$100 million 0.125% Thereafter Minimum Account Size: \$50 million

Aligned Investors	Fee Schedule
U.S. Blue Chip Equity U.S. Mid-Cap Equity	0.60% on the first \$50 million 0.55% on the next \$50 million 0.45% Thereafter Minimum Account Size: \$25 million
Focused Equity	0.70% on the first \$50 million 0.65% on the next \$50 million 0.55% Thereafter Minimum Account Size: \$25 million

Edge Equity	Fee Schedule
International Equity Income ADR Global Equity Income	0.60% on the first \$50 million 0.55% on the next \$50 million 0.50% on the next \$100 million Negotiable on all thereafter Minimum Account Size: \$25 million

Capital Appreciation Equity Income	0.50% on the first \$50 million 0.45% on the next \$50 million 0.40% on the next \$100 million Negotiable on all thereafter Minimum Account Size: \$25 million
Concentrated Mid Cap	0.60% on the first \$50 million 0.55% on the next \$50 million 0.50% on the next \$100 million Negotiable on all thereafter Minimum Account Size: \$25 million
Small Mid Cap Value/Equity Income SMID Equity Income	0.70% on the first \$50 million 0.65% on the next \$50 million 0.60% on the next \$100 million Negotiable on all thereafter Minimum Account Size: \$25 million

Fixed Income Fee Schedules:

PGIHK's standard annual fees for investment management services are based on the fair market value (unless book value is specified in the negotiated contract) of assets under management as outlined in the tables below. Published fee schedules are shown for unaffiliated client portfolios which are individually managed (segregated and discretionary) and subject to the stated minimum accounts sizes. Fees in all categories and ranges described below can be subject to negotiation as appropriate. Fees and minimum investment amounts in all categories and ranges can be subject to negotiation as appropriate, and be higher or lower than those described below.

Fixed Income	Fee Schedule
Aggregate Passive	0.08% on the first \$250 million 0.06% on the next \$250 million 0.04% on all thereafter Minimum Account Size: \$50 mm
Global Multi-Sector Global Corporate Plus Global Investment Grade Corporate	0.35% on the first \$50 mm 0.30% on the next \$50 mm 0.25% on the next \$50 mm 0.20% thereafter Minimum Account Size: \$50 mm
Core Plus Bond	0.30% on the first \$100 mm 0.25% on the next \$100 mm 0.20% thereafter Minimum Account Size: \$50 mm
Core Fixed Income	0.25% on the first \$50 million 0.20% on the next \$50 million 0.15% thereafter Minimum Account Size: \$50 mm

Corporate Plus Investment Grade Corporate Long Duration Investment Grade Corporate Long Duration Fixed Income Credit Emphasis	0.30% on the first \$50 mm 0.25% on the next \$50 mm 0.20% thereafter Minimum Account Size: \$50 mm
Emerging Market Broad	0.50% on the first \$100 mm 0.45% on the next \$100 mm 0.40% thereafter Minimum Account Size: \$50 mm
Emerging Market Systematic - Defensive	0.26% on the first \$250 million 0.24% on the next \$250 million 0.22% thereafter Minimum Account Size: \$50 mm
Investment Grade Opportunistic	0.35% on the first \$50 mm 0.30% on the next \$50 mm 0.25% thereafter Minimum Account Size: \$50 mm
Global Investment Grade Corporate Systematic - Defensive	0.18% on the first \$250 million 0.16% on the next \$250 million 0.14% on all thereafter Minimum Account Size: \$50 mm
Global Credit Opportunities	0.45% on the first \$50 mm 0.40% on the next \$50 mm 0.35% thereafter Minimum Account Size: \$50 mm
Global Short Duration Credit Global Short Duration Fixed Income	0.35% on the first \$50 mm 0.30% on the next \$50 mm 0.25% thereafter Minimum Account Size: \$50 mm
Government & High Quality Fixed Income	0.25% on the first \$100 million 0.20% on the next \$100 million 0.15% on the next \$100 million Negotiable on all thereafter Minimum Account Size: \$50 mm
Morley Stable Value Account Composite	0.15% on the first \$100 million 0.12% on the next \$100 million Minimum Account Size: \$50 mm
Mortgage Backed Securities	0.30% on the first \$50 mm 0.25% on the next \$50 mm 0.20% thereafter Minimum Account Size: \$50 mm
Private Market	0.25% on the first \$100 mm 0.20% on the next \$100 mm 0.15% thereafter Minimum Account Size: \$50 mm

Short Term Income	0.20% on the first \$150 million 0.15% on the next \$150 million 0.10% on the next \$150 million Negotiable on all thereafter Minimum Account Size: \$50 mm
Ultra Short High Quality	0.15% on the first \$100 mm 0.13% on the next \$100 mm 0.10% thereafter Minimum Account Size: \$50 mm
Mortgage Securities	0.25% on the first \$100 mm 0.20% on the next \$100 mm 0.15% on the next \$100 mm Negotiable on all thereafter Minimum Account Size: \$25 mm
Short Term Income	0.20% on the first \$150 mm 0.15% on the next \$150 mm 0.10% on the next \$150 mm Negotiable on all thereafter Minimum Account Size: \$25 mm

High Yield	Fee Schedule
Bank Loans	0.50% on the first \$100 mm 0.45% on the next \$150 mm 0.40% thereafter Minimum Account Size: \$50 mm
High Yield High Yield Quality Constrained	0.50% on the first \$50 mm 0.45% on the next \$50 mm 0.40% thereafter Minimum Account Size: \$50 mm
Global High Yield Global High Yield Quality Constrained Unhedged	0.50% on the first \$50 mm 0.45% on the next \$50 mm 0.40% thereafter Minimum Account Size: \$50 mm
Global High Yield Systematic - Defensive	0.24% on the first \$250mm 0.22% on the next \$250mm 0.20% on all thereafter Minimum Account Size: \$50 mm
Short Duration High Yield	0.50% on the first \$50 mm 0.45% on the next \$50 mm 0.40% on all thereafter Minimum Account Size: \$50 mm

High Yield	Fee Schedule
Bank Loans	0.50% on the first \$100 mm 0.45% on the next \$150 mm 0.40% thereafter Minimum Account Size: \$50 mm
High Yield High Yield Quality Constrained	0.50% on the first \$50 mm 0.45% on the next \$50 mm 0.40% thereafter Minimum Account Size: \$50 mm
Global High Yield Global High Yield Quality Constrained Unhedged	0.50% on the first \$50 mm 0.45% on the next \$50 mm 0.40% thereafter Minimum Account Size: \$50 mm
Global High Yield Systematic - Defensive	0.24% on the first \$250mm 0.22% on the next \$250mm 0.20% on all thereafter Minimum Account Size: \$50 mm
Short Duration High Yield	0.50% on the first \$50 mm 0.45% on the next \$50 mm 0.40% on all thereafter Minimum Account Size: \$50 mm

Municipal	Fee Schedule
Opportunistic Municipal	0.30% on the first \$50 mm 0.25% on the next \$50 mm 0.20% thereafter Minimum Account Size: \$50 mm
Municipal California Fixed Income Municipal Fixed Income	0.25% on the first \$100 mm 0.20% on the next \$100 mm 0.15% thereafter Minimum Account Size: \$50 mm

Asset Allocation Fee Schedule:

PGIHK's standard annual fees for investment management services are based on the value of assets under management as outlined in the table below. Published fee schedules are shown for unaffiliated client portfolios and subject to the stated minimum accounts sizes. Fees and minimum investment amounts in all categories and ranges can be subject to negotiation as appropriate and be higher or lower than those described below.

Asset Allocation Strategies	Fee Schedule
TR-Balanced TR-Conservative Growth TR-Conservative Balanced TR-Flexible Income TR-Strategic Growth	0.60% on the first \$50 mm 0.50% on the next \$50 mm 0.40% on the next \$100 mm negotiable on all thereafter Minimum Account Size: \$25 mm

Active Income	0.60% on the first \$200 mm
Global Income	0.55% on the next \$200 mm
Active Balanced	0.45% on the next \$400 mm
	negotiable on all thereafter
	Minimum Account Size: \$100 mm

Clients may pay certain expenses such as custodian expenses and brokerage fees (along with other transaction costs) in addition to PGIHK's investment management fees. For additional information regarding brokerage fees and other transaction costs, see Item 12.

## **ITEM 6 – PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT**

Certain PGIHK accounts can be charged performance fees in accordance with the conditions and requirements of Rule 205-3 of the Investment Advisers Act of 1940, as amended (the "Advisers Act"). Any such performance fees will be negotiated on an individual basis with the client. PGIHK is willing to consider incentive fees in appropriate circumstances. In measuring clients' assets for the calculation of performance-based fees, realized and unrealized capital gains and losses are included dependent upon contractual provisions. Performance-based fee arrangements can create an incentive for PGIHK to recommend investments that could be riskier or more speculative than investments that would be recommended under a different fee arrangement. Such fee arrangements also create an incentive for PGIHK to favor client accounts that pay performance-based fees over other accounts in the allocation of investment opportunities, and to aggregate or sequence trades in favor of such accounts.

Affiliated company Principal Global Investors, LLC ("PGI") manages investments for a variety of clients including pension funds, retirement plans, mutual funds, ETFs, large institutional clients, Managed Accounts and private funds. The potential for conflicts of interest can arise from the side-by-side management of these clients along with PGIHK clients based on fee structures.

PGIHK seeks to mitigate these conflicts by managing accounts in accordance with applicable laws and its policies and procedures, which are designed to ensure all clients are treated fairly, and to prevent any client or group of clients from being systematically favored or disadvantaged in the allocation of investment opportunities. PGIHK's policies and procedures regarding allocation of investment opportunities and trade executions are described below in "Item 12 - Brokerage Practices."

## **ITEM 7 – TYPES OF CLIENTS**

PGIHK provides portfolio management services to pension and profit-sharing plans, government entities and other U.S. and international institutions. Some of PGIHK's clients are affiliates.

Generally, the minimum account size for opening and maintaining a separately managed equity portfolio/account is \$10-50 million and is based on the type of strategy used for the

client's portfolio.

Generally, the minimum account size for opening and maintaining a separately managed fixed income portfolio/account is \$25-100 million and is based on the type of strategy used for the client's portfolio.

PGIHK reserves the right in its sole discretion to accept client accounts with fewer initial assets.

## **ITEM 8 – METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS**

Investing in securities involves risk of loss that clients should be prepared to bear. Each of the investment strategies listed below is subject to certain risks. There is no guarantee that any investment strategy will meet its investment objective.

### **EQUITIES**

PGIHK has various equity boutiques that offer a number of actively managed and systematic strategies, all utilizing equity securities to help meet its clients' investment objectives and goals. PGIHK is generally a long-only manager. The vast majority of the portfolios are discretionary. Please refer to Item 16 regarding discretion over client accounts.

Equity boutiques provide client-focused investment solutions spanning equity markets worldwide. This process generally utilizes internally generated fundamental research that focuses on bottom-up stock selection within a sophisticated comparative framework. The entire scope of research encompasses over 10,000 companies, large and small, in emerging and developed markets, although the universe of companies relevant to any single investment strategy will typically be smaller. The use of technical methods of analysis can also be used within the research. The proprietary systems include some data sourced from outside investment research specialists. Teams of investment analysts are organized by regions and industry sectors globally. Their research plays an integral part in the selection of securities for the client portfolios. Research teams reference many sources when analyzing a company, including but not limited to investment publications on general economic conditions, financial publications from the investment banking industry, corporate annual reports and regulatory filings, and meetings with senior management of companies whose stocks in which the boutiques have invested or are being considered for investment when deemed appropriate or as necessary, in the teams' judgement.

The types of equity securities typically utilized for these strategies include common stock (exchange traded, over the counter and initial or follow-on offerings) issued by US and non-US corporations or other issuers. The boutiques can utilize different instruments, at their preference, to fulfill their selection including but not limited to: (1) American Depositary Receipts and Global Depositary Receipts, if liquidity is suitable; (2) open-end funds and ETFs for cash equitization purposes and to gain exposure to certain markets; (3) closed-end funds, participation notes, private placement securities and rights and warrants on equity securities (although rare); and (4) forward currency contracts to hedge the exposure of foreign

currency fluctuations in the equity portfolios.

PGIHK's philosophy is that equity markets are not perfectly efficient, and therefore provide opportunities to add value through fundamental research and active risk management. Our strategies are built on the belief that bottom-up stock selection is the most reliable and repeatable source of consistent competitive performance over time. To that end, the lead portfolio manager for each strategy collaborates directly with the investment analysts regarding the output of their analysis and is ultimately responsible for security selection and for the individual weighting of each portfolio holding.

Risk management is embedded in the boutiques' investment processes. The portfolio managers have a number of risk management systems/tools at their disposal, each serving a different purpose within the portfolio construction process. These systems monitor risk and guidelines (in terms of region, country, currency, sector, industry, market capitalization distribution, style factor distribution, beta sensitivity and individual position weights) in each client's portfolio. Generally, the portfolio management teams monitor portfolio risk exposures through a series of weighting constraints relative to each portfolio's benchmark and each portfolio's overall characteristics and individual security holdings. Furthermore, the risk management tools allow for Senior Management of the boutiques to view portfolio positioning for their respective strategies at any time. The Chief Investment Officers for equity are charged with supporting risk management efforts that quantify the portfolio managers' success in achieving risk and return objectives for the accounts they manage.

Prospective clients should be aware that no risk management system is fail-safe, and no assurance can be given that risk frameworks employed by the boutiques will achieve their objectives and prevent or otherwise limit substantial losses. There is also the risk that the investment approach taken will be out of favor at times, causing strategies to underperform other strategies or funds that also seek capital appreciation but use different approaches to the stock selection and portfolio construction process. A further discussion of the risks inherent in our equity strategies is provided below.

PGIHK offers a broad range of global and regional equity strategies across developed and emerging markets, specified market segments and style preferences, which include, but are not limited to:

### **Global Equity Strategies**

#### *Global Opportunities Equity*

Our borderless Global Opportunities Equity strategy invests in companies domiciled in developed and emerging market countries, aiming to provide long-term risk adjusted returns with lower absolute volatility than the broad equity market (e.g., MSCI AC World Index).

Like all of our active equity strategies, Global Opportunities Equity seeks companies demonstrating positive fundamental change, with exploitable expectation gaps, at attractive relative valuations. Our Global Opportunities Equity strategy provides our portfolio managers broad latitude to focus on our highest conviction investment opportunities across the world, intentionally disregarding standard market indexes when selecting stocks, and determining sector and region weights. Our framework incorporates base volatility premia (the "price of defense") as well as size, value, momentum, and other key style factors. At the client's

request for individually managed accounts, this strategy can be further tailored to exclude certain emerging markets or single countries or sectors.

#### *Global Equity*

These strategies are designed for investors seeking broad exposure to selected equity investment opportunities in developed markets-based companies.

#### *Global Dynamic Risk Premium*

The Global Dynamic Risk Premium strategy is actively managed with a quantitative approach, incorporating measures of variable risk premiums (i.e. multi-factor) for stock selection decisions. The objective is to provide stronger returns or minimize risk relative to a traditional market-capitalization-weighted benchmark. The strategy can be tailored to specific client needs and objectives.

#### *Global Strategic Beta Index*

The Global Strategic Beta Index strategy is passively managed and replicates a rules-based “strategic beta” index designed by PGIHK. The proprietary index incorporates a factor-based approach to generating potential outperformance relative to traditional, capitalization weighted indexes. The strategy can be tailored to specific client needs and objectives and is also available in a dedicated emerging markets format.

#### *Global Small-Cap Equity*

The Global Small-Cap strategy invests in a broad-market of developed and emerging market economies. It is focused on investing in small-capitalization companies and managed to provide broadly diversified portfolios by region, country, and sector. This strategy has been further tailored to expand into mid-cap companies, with an overall portfolio income objective: Global SMID value & income.

### **International Equity Strategies**

#### *Diversified International Equity, International All-Country Equity, International Opportunities Equity*

These strategies offer a broad exposure to equity investment opportunities outside the United States. They are active core strategies including moderate strategic allocations to emerging markets.

#### *International Core Equity, International Growth Equity*

These strategies can provide broad exposure to selected equity investment opportunities in developed markets outside of the U.S., utilizing a disciplined active approach. The growth-oriented strategy is focused on delivering growth without excessive valuation premiums.

#### *International Small Cap*

The objective of the International Small-Cap strategy is to provide a diversified exposure among selected smaller capitalization companies in developed regions outside the U.S. utilizing a disciplined active core approach.

#### *International Equity Income ADR*

The International Equity Income ADR strategy seeks a relatively high level of current income and long-term growth of income and capital by investing primarily in non-U.S. companies in

developed markets.

*European Equity,*

The objective of the European Equity strategy is to provide regional and country exposure tailored to investor's preferences.

*International Dynamic Risk Premium*

The International Dynamic Risk Premium strategy is actively managed with a quantitative approach, incorporating measures of variable risk premiums (i.e. multi-factor) for stock selection decisions. The objective is to provide stronger returns or minimize risk relative to a traditional market-capitalization-weighted benchmark. The strategy can be tailored to specific client needs and objectives.

*International Strategic Beta Index*

The International Strategic Beta Index strategy is passively managed and replicates a rules-based "strategic beta" index designed by PGIHK. The proprietary index incorporates a factor-based approach to generating potential outperformance relative to traditional, capitalization weighted indexes. The strategy can be tailored to specific client needs and objectives.

Each of the above strategies can be tailored to include emerging market country exposure upon request.

**Emerging Markets Equity Strategy**

*Emerging Markets Equity, Emerging Global Leaders Equity*

These strategies can provide diversified exposure among companies within growing segments of the economy in emerging markets countries and focused on delivering growth without excessive valuation premiums.

**Domestic Equity Strategies**

*U.S. Small Cap, U.S. Small Cap Select, U.S. Small Cap Select Value*

The objectives of these strategies are to provide a diversified exposure among selected smaller capitalization U.S. companies. The U.S. Small Cap and U.S. Small Cap Select strategies are core offerings while the U.S. Small Cap Select Value strategy has value-oriented characteristics.

*MidCap, Blue Chip, Focused Equity*

The MidCap, Blue Chip, and Focused Equity strategies are designed for investors seeking equity investment opportunities irrespective of benchmark orientation. The strategy focuses primarily on long-term ownership of high-quality businesses with sustainable competitive advantages, owner-operator management teams, and discounted valuations.

*U.S. Large Cap Dynamic Risk Premium*

The U.S. Large-Cap Dynamic Risk Premium strategy is actively managed with a quantitative approach, incorporating measures of variable risk premiums (i.e. multi-factor) for stock selection decisions. The objective is to provide stronger returns or minimize risk relative to a traditional market-capitalization-weighted benchmark. The strategy can also be managed relative to an all cap benchmark.

### *U.S. Strategic Beta Indexes*

These strategies are passively managed and replicate a rules-based “strategic beta” indexes designed by PGIHK. The proprietary indexes incorporate a factor-based approach to generating potential outperformance relative to traditional, capitalization weighted indexes. U.S. Strategic Beta Indexes are available that provide exposure to specific types of factors including quality growth, shareholder yield, deep value, and momentum as well as a universe of innovative mid and small cap healthcare companies. Mega cap and small cap versions of the U.S. Strategic Beta Indexes are also available.

### *Capital Appreciation*

The Capital Appreciation strategy seeks long-term growth of capital by investing in common stocks of companies across the capitalization spectrum.

### *Equity Income*

The Equity Income strategy seeks a relatively high level of current income and long-term growth of income and capital by investing primarily in the common stocks of U.S. large-cap companies.

### *Concentrated Mid-Cap*

The Concentrated Mid-Cap strategy seeks long term growth of capital by investing primarily in the common stocks of U.S. companies in the medium market capitalization range.

### *Small Mid-Cap Value/Equity Income*

The Small Mid-Cap Value/Equity Income strategy seeks a relatively high level of current income and long-term growth of income and capital by investing primarily in common stocks of small and mid-cap U.S. companies.

### *SMID Equity Income*

The objective of the SMID Equity Income strategy is to seek a relatively high level of current income and long-term growth of income and capital by investing primarily in common stocks of small and mid-cap U.S. companies.

## **Passive and Enhanced Index Strategies**

In addition to actively managed strategies, PGIHK also manages passive index replication strategies and offers benchmark-focused strategies that provide a low-cost enhancement to traditional passive management. This enhanced index strategy reflects a systematic approach, distinct and complementary to traditional active strategies. It utilizes the Dynamic Risk Premium process (described above) for a small proportion of the portfolio while keeping the overall benchmark risk profile and style characteristics largely intact.

## **FIXED INCOME**

PGIHK manages strategies covering a full range of global fixed income securities, including products that integrate multiple fixed income sectors (multi-strategy) as well as products that emphasize a single fixed income sector.

The fixed income multi-strategy services focus on U.S. dollar-denominated securities as well as fixed income securities issued outside the United States and denominated in multiple currencies benchmarked to a range of short, intermediate and long duration strategies. The single sector focused strategies include global and U.S. dollar-denominated strategies focused on investment grade corporate credit, high yield securities, emerging market debt, municipals or government and government-related bonds.

PGIHK believes superior returns are best achieved through the integration of rigorous fundamental research, a global perspective and disciplined risk management. These common threads serve as the three cornerstones of the fixed income process:

#### *Macro/Risk Perspective*

A broad approach to identifying macro trends and inconsistencies.

#### *Investment Research Framework*

A consistent comparative framework based on fundamentals, technicals, valuations and independent internal research, which is used throughout the investment process and facilitates communication as well as portfolio positioning.

#### *Risk Management*

A comprehensive, multi-dimensional approach to risk management at each stage of the investment process. A further discussion of the risks inherent in our fixed income strategies is provided below.

#### *Use of Derivatives*

While derivatives are not a distinct strategy, periodically PGIHK uses derivatives if permitted by the client. Common fixed income derivatives used include credit default swaps (“CDS”), interest rate swaps, treasury futures, TBA (To Be Announced MBS Forward), collateralized debt obligations (“CDO”), and currency swaps, among others. PGIHK utilizes the exchange traded and over the counter markets, and derivatives are primarily used for asset replication, hedging and structured products.

### **Fixed Income Strategies**

#### *Bank Loans*

The Bank Loan strategy seeks to provide a return consisting of income and capital appreciation over the long term primarily through security selection. Investments are in U.S. dollar denominated floating rate bank loan securities.

#### *Emerging Market Broad*

The Emerging Market Broad strategy focuses on independent, forward-looking fundamental analysis of both sovereign and corporate credits within the context of the global business cycle. The goal of the strategy is to add value to an actively managed emerging markets debt portfolio.

#### *Global Bonds*

The Global Bonds strategy aims to exploit global bond market opportunities through assessment of the global business/growth cycle and the relative position of individual countries within the cycle. The goal of the strategy is to add value to an actively managed

global bond portfolio. The strategy includes: Global Bonds, Global Corporate Plus, Global Investment Grade Corporate, Global Credit Opportunities, Global Short Duration Credit and Global Short Duration Fixed Income.

#### *High Yield*

The High Yield strategy tactically allocates across the high yield spectrum, focusing on the individual ratings of securities. The goal of the strategy is outperformance of the benchmark over a three to five-year period with a below market level of volatility. High yield strategies include: High Yield Traditional, Global High Yield, High Yield Opportunistic, High Yield, High Yield Quality Constrained and Short Duration High Yield. This strategy is subject to greater credit quality risk than securities that invest in higher rated fixed income securities and should be considered speculative.

#### *Investment Grade Corporate Credit*

The Investment Grade Corporate Credit strategy is built upon a forward-looking credit research process to identify quality issuers in the investment grade universe. This strategy benefits from a dedicated team of credit analysts and high yield specialists to add value to an actively managed credit portfolio. This strategy includes: Investment Grade Corporate.

#### *Long Duration*

The Long Duration strategy seeks to provide consistent outperformance through an active management strategy capturing multiple sources of excess returns. The goal of the strategy is to add value to an actively managed long duration portfolio. This strategy includes: Long Duration Fixed Income Credit Emphasis, Long Duration Core Plus, Long Duration Investment Grade Corporate.

#### *Multi-Sector Fixed Income*

The Multi-Sector Fixed Income strategy seeks to provide consistent risk-adjusted returns through balancing the understanding of the quantitative risks with the associated return opportunities. The goal is to provide consistent alpha created through sector allocation, security selection and structural positioning/asset replication. This strategy includes: Core Plus Bond Opportunistic, Core Plus Bond, Corporate Plus, Core Plus Universal and Core Plus Long-Term Focus.

#### *Municipal Bonds*

The Municipal Bond strategies invest in securities issued by, or on behalf of, state or local governments, and other public authorities and are tax-exempt. The strategies invest in a broad array of municipal bonds with varying maturities. Municipal strategies include: Municipal California Fixed Income, Municipal Fixed Income and Opportunistic Municipal.

#### *Securitized Debt*

Mortgage-Backed Securities strategy invests primarily in Fannie Mae, Freddie Mac, and Ginnie Mae agency mortgage-backed securities (MBS), with the ability to invest in treasuries, U.S. agencies, asset-backed securities (ABS) and non-agency MBS. This strategy invests entirely in U.S. based issuers.

The Government & High Quality Fixed Income strategy seeks to provide a high level of current income consistent with stability and liquidity by investing primarily in securities issued by the U.S. government, its agencies and instrumentalities and other high quality

Mortgage Backed Securities.

#### *Stable Value*

The Morley Stable Value strategy seeks to provide capital preservation and stable, competitive returns through the consistent application of three factors: a disciplined investment process that combines top-down economic research with fundamental bottom-up security analysis, a focus on building high-quality, well diversified portfolios by wrap provider, investment manager and mandate and a commitment to risk management.

#### *Systematic*

The Systematic strategies utilize the primary factor of default risk as a filter, in conjunction with a portfolio optimizer, to systematically construct a diversified debt portfolio to capture higher yield with lower credit losses than a passive strategy. Our Systematic strategies may invest across multiple fixed income sector or focused on one sector such as emerging market or high yield.

#### *Other Strategies*

Private Market seeks to provide incremental yield and return over comparable public corporate bonds, while also focusing on preservation of capital. Performance will primarily come from security selection.

The Global Capital Structure Opportunities strategy has a global credit focus that invests primarily in investment grade-rated financial issuers and opportunistically allocates across the entire debt capital structure. The strategy consists of high conviction portfolios, holding fewer issuers than traditional investment-grade corporate mandates. The strategy maintains an average of investment grade credit quality at all times.

The Investment Grade Opportunistic strategy is a global investment grade credit strategy that invests primarily in global investment grade corporate bonds and opportunistically in some lower rated issuers maintaining an average portfolio credit quality of BBB or higher. This strategy uses thematically driven security selection to build highly concentrated portfolios and is implemented on a best ideas basis.

The Short Term Income strategy seeks to provide a high level of current income consistent with stability and liquidity by investing primarily in high quality short-term fixed income securities that are deemed to be investment grade at the time of purchase.

The Ultra Short High Quality and Ultra Short Enhanced Yield strategies invest in short duration securities across multiple fixed income sectors, including those not typically included in traditional money market funds, with the goal to provide yield benefits and necessary liquidity.

### **ASSET ALLOCATION**

PGIHK asset allocation boutique Principal Global Asset Allocation (“PGAA”) primarily provides asset allocation services, which includes recommendations relating to overall asset class selection, risk management, asset class rebalancing and manager selection within asset classes. PGAA can utilize asset classes in their modeling such as U.S. and foreign equity, U.S. and foreign fixed income, cash equivalents, and real estate with further differentiation based

on market capitalization (as an example, large-cap vs. small-cap) and/or investment style (as an example, value vs. growth) as well as other asset subclasses. The Firm also makes recommendations and allocations to underlying investment strategies as detailed below.

PGAA conducts detailed analyses and review of the appropriateness of the exposure and weightings of each asset class within a specific client's portfolio or mandate based upon the agreed upon parameters of each individual investment management agreement. PGAA will assess current asset class weightings based upon any number of individual factors and makes adjustments to those allocations over time. In identifying potential areas of investment, PGAA takes into consideration the ability of an asset class to provide capital appreciation, the ability to generate current income, certain diversification characteristics of the asset class, the potential need for capital preservation and/or certain risk hedging characteristics when making its allocation recommendations.

PGAA also evaluates the risk premium associated with each asset class or sector in an effort to determine the appropriateness of the allocations related to the overall intended risk profile and strategy of the client. PGAA employs an asset allocation approach to portfolio construction as client assets are allocated across one or any number of predetermined separate accounts or commingled funds. PGAA primarily utilizes mutual funds, unit investment trusts, separate accounts, ETFs and/or other commingled funds that are typically sub-advised by affiliated managers. The portfolio construction process includes a comprehensive analysis of manager style for each of the asset classes employed in the asset allocation strategy, based on their portfolio returns and holdings.

PGAA conducts a rigorous investment due diligence process on each affiliated manager, and on other managers who might be specified by the client. This due diligence takes into account qualitative factors; quantitative factors; an assessment of each manager's style against our medium-term view on markets; and finally, an assessment of their ability to manage the investment risk in their holdings.

After a portfolio is initially constructed, PGAA monitors the aggregate portfolio as well as the underlying managers for each asset class on an ongoing basis to determine that the asset allocation model continues to operate within each client's stated investment guidelines. The asset class selection and risk management analyses are used to determine both the timing of portfolio rebalancing and the magnitude by which allocations are allowed to drift away from neutral target allocations. Portfolio rebalancing recommendations typically rely on a combination of fundamental and quantitative inputs within pre-established risk parameters and rebalancing is employed generally as a risk reduction measure rather than a tactical measure.

Underlying portfolio risks include, but are not limited to, size/style drift and earnings quality for equities; credit quality and interest rate sensitivity for fixed income portfolios; and specific sectors and countries for real estate portfolios. There is also a risk that one, some or all of the underlying portfolios selected for inclusion in the asset allocation models do not meet their stated investment objective or that the overall asset allocation recommendations that are made by PGAA do not perform as expected. As with every investment, there is also the risk that the investment decisions made result in the loss of principal and that the investment could be worth less money at the time of redemption than the investor contributed to the portfolio.

PGAA monitors portfolio risk in a number of ways, including the processes detailed above relating to portfolio construction and the ongoing monitoring of the portfolios. PGAA monitors the performance of each underlying manager in the portfolio relative to the benchmark established for each asset class as well as relative to a peer group.

PGAA continually monitors the macro-economic environment to which the asset classes are exposed. The economic environment is a factor in the risk analysis allocation and portfolio rebalancing decisions discussed above.

A variety of software applications are used to monitor the current asset allocation mix in the client's portfolio to identify the principal sources of portfolio risk, and to verify that the risk/return profile for the portfolio is in agreement with the client's stated investment objective and applicable guidelines.

## **RISKS**

The risks set forth below represent a general summary of certain material risks involved in the investment strategies we offer. If applicable, please refer to the risks in the offering documents for a more detailed discussion of the risks involved in an investment in any pooled vehicle. Not all material risks will be applicable to each strategy.

**American Depository Receipts and Global Depository Receipts Risk:** American depository receipts ("ADRs") are receipts issued by a U.S. bank or trust company evidencing ownership of underlying securities issued by non-U.S. issuers. ADRs may be listed on a national securities exchange or may be traded in the over-the-counter market. Global depository receipts ("GDRs") are receipts issued by either a U.S. or non-U.S. banking institution representing ownership in a non-U.S. company's publicly traded securities that are traded on non-U.S. stock exchanges or non-U.S. over-the-counter markets. Holders of unsponsored ADRs or GDRs generally bear all the costs of such facilities. The depository of an unsponsored facility frequently is under no obligation to distribute investor communications received from the issuer of the deposited security or to pass through voting rights to the holders of depository receipts in respect of the deposited securities. Investments in ADRs and GDRs pose, to the extent not hedged, currency exchange risks (including blockage, devaluation and non-exchangeability), as well as a range of other potential risks relating to the underlying shares, which could include expropriation, confiscatory taxation, imposition of withholding or other taxes on dividends, interest, capital gains, other income or gross sales or disposition proceeds, political or social instability or diplomatic developments that could affect investments in those countries, illiquidity, price volatility and market manipulation. In addition, less information may be available regarding the underlying shares of ADRs and GDRs, and non-U.S. companies may not be subject to accounting, auditing and financial reporting standards and requirements comparable to, or as uniform as, those of U.S. companies. Such risks may have a material adverse effect on the performance of such investments and could result in substantial losses.

**Asset-Backed Securities Risk:** General downturns in the economy could cause the value of asset-backed securities to fall. In addition, asset-backed securities present certain risks that are not presented by mortgage-backed securities. Primarily, these securities may provide a strategy with a less effective security interest in the related collateral than do mortgage-backed securities. Therefore, there is the possibility that recoveries on the underlying

collateral may not, in some cases, be available to support payments on these securities.

**Concentration Risk:** A strategy that concentrates investments in a particular industry or group has greater exposure than other strategies to market, economic and other factors affecting the industry or group.

**Counterparty Risk.** Under certain conditions, a counterparty to a transaction, including derivative instruments, could fail to honor the terms of the agreement, default and the market for certain securities or financial instruments in which the counterparty deals may become illiquid. To help mitigate counterparty risk, PGIHK utilizes collateral agreements, as required, by clients or applicable regulations.

**Credit Quality Risk:** Failure of an issuer to make timely interest or principal payments, or a decline or perception of a decline in the credit quality of a bond can cause a bond's price to fall, lowering the value of a strategy's investment in such security. The lower a security's credit rating, the greater the chance that the issuer of the security will default or fail to meet its payment obligation.

**Cybersecurity and Operational Risk:** With the increased use of technologies such as the Internet to conduct business and the sensitivity of client information, investment strategy and holdings, a portfolio is susceptible to operational, information security and related risks. In general, cyber incidents can result from deliberate internal or external attacks or unintentional events and are not limited to gaining unauthorized access to digital systems, and misappropriating assets or sensitive information, corrupting data, or causing operational disruption, including the denial-of-service attacks on websites. Cyber security failures or breaches either internally at PGIHK or externally by a third-party service provider or at or against issuers of securities in which the portfolio invests have the ability to cause disruptions and impact business operations. Such events could potentially result in financial losses, the inability to transact business, violations of applicable privacy and other laws, regulatory fines, penalties, reputational damage, reimbursement or other compensation costs, and/or additional compliance costs, including the cost to prevent cyber incidents.

PGIHK has developed a Business Continuity Program (the "Program") that is designed to minimize the disruption of normal business operations in the event of an adverse incident impacting PGIHK or its affiliates. While PGIHK believes that the Program is comprehensive and should enable it to reestablish normal business operations in a timely manner in the event of an adverse incident, there are inherent limitations in such programs (including the possibility that contingencies have not been anticipated and procedures do not work as intended) and under some circumstances, PGIHK and its affiliates, any vendors used by PGIHK or its affiliates or any service providers to the portfolios PGIHK manages could be prevented or hindered from providing services to the portfolio for extended periods of time. These circumstances may include, without limitation, acts of God, acts of governments, any act of declared or undeclared war or of a public enemy (including acts of terrorism), power shortages or failures, utility or communication failure or delays, labor disputes, strikes, epidemics, shortages, supply shortages, and system failures or malfunctions. These circumstances, including systems failures and malfunctions, could cause disruptions and negatively impact a portfolio's service providers and a portfolio's operations, potentially including impediments to trading portfolio securities. A portfolio's ability to recover any losses or expenses it incurs as a result of a disruption of business operations may be limited by

the liability, standard of care and related provisions in its contractual arrangements with PGIHK and other service providers.

**Derivatives Risk:** A small investment in derivatives could have a potentially large impact on a strategy's performance. The use of derivatives involves risks different from, or possibly greater than, the risks associated with investing directly in the underlying assets. Derivatives can be highly volatile, illiquid and difficult to value and there is the risk that changes in the value of a derivative held by a strategy will not correlate with the underlying instruments or the strategy's other investments. Transactions in derivatives (such as options, futures, and swaps) have the potential to increase volatility, cause liquidation of portfolio positions when not advantageous to do so and produce disproportionate losses. All derivatives used for hedging purposes involve basis risk. This occurs when the value of underlying hedging instrument moves differently (not perfectly correlated) than the corresponding item being hedged.

**Duration Risk:** Duration is a measure of the expected life of a fixed income security and its sensitivity to changes in interest rates. Generally, securities with longer durations or maturities are more sensitive to changes in interest rates than securities with shorter durations or maturities, causing them to be more volatile. Conversely, fixed-income securities with shorter durations or maturities will be less volatile but may provide lower returns than fixed-income securities with longer durations or maturities.

**Economic and Market Events Risk:** Markets can be volatile in response to a number of factors, as well as broader economic, political and regulatory conditions. Some of these conditions may prevent PGIHK from executing a particular strategy successfully. For example, a pandemic and reactions thereto could cause uncertainty in financial markets and the operation of businesses, including PGIHK's business, and may adversely affect the performance of the global economy, induce market volatility, and cause market and business uncertainty and closures, supply chain and travel interruptions, the need for employees and vendors to work at external locations, and extensive medical absences. It is not always possible to access certain markets or to sell certain investments at a particular time or at an acceptable price, thereby impacting the liquidity of a given portfolio. Leverage and most types of derivatives create exposure in an amount exceeding the initial investment, which can increase volatility by magnifying gains or losses. The value of a client portfolio will change daily based on changes in market, economic, industry, political, regulatory, geopolitical and other considerations. A client portfolio will not always achieve its objective and/or could decrease in value.

**Emerging Markets Risk:** Foreign investment risks are greater in emerging markets than in developed markets. Emerging market investments are often considered speculative. Emerging market countries, including some Latin American countries, may have economic and political systems that are less developed, and can be expected to be less stable than developed markets. For example, the economies of such countries can be subject to rapid and unpredictable rates of inflation or deflation.

**Equity Risk:** Clients are subject to the risk that stock prices will fall over short or extended periods of time, and clients could lose all, or a substantial portion, of the value of their investments. Historically, the equity markets have moved in cycles, and the value of equity securities can fluctuate significantly from day to day. Markets go through periods of rising

prices as well as periods of falling prices depending on investors' perceptions about the economy, interest rates, and the attractiveness of other securities such as bonds or real estate. Individual companies can report poor results or be negatively affected by industry and/or economic trends and developments. The prices of these companies' securities can decline in response. These factors contribute to price volatility, which is a principal risk of equity investing.

**Fixed Income Risk:** The market value of a fixed-income security may decline due to general market conditions that are not specifically related to a particular company, such as real or perceived adverse economic conditions, changes in the outlook for corporate earnings, changes in interest or currency rates, or adverse investor sentiment generally. The fixed-income securities market can be susceptible to increases in volatility and decreases in liquidity. Liquidity can decline unpredictably in response to overall economic conditions or credit tightening. Increases in volatility and decreases in liquidity may be caused by a rise in interest rates (or the expectation of a rise in interest rates), which are at or near historic lows in the United States and in other countries. An unexpected increase in strategy redemption requests, which may be triggered by market turmoil or an increase in interest rates, could cause the strategy to sell its holdings at a loss or at undesirable prices and adversely affect the strategy's performance and increase the strategy's liquidity risk, expenses and/or taxable distributions.

**High Yield Risk:** Strategies that invest in high yield securities and unrated securities of similar credit quality (commonly known as "high yield securities" or "junk bonds") may be subject to greater levels of credit risk, call risk and liquidity risk than strategies that do not invest in such securities. These securities are considered predominantly speculative with respect to an issuer's continuing ability to make principal and interest payments, and may be more volatile than other types of securities. An economic downturn or individual corporate developments could adversely affect the market for these securities and reduce PGIHK's ability to sell these securities at an advantageous time or price. An economic downturn would generally lead to a higher non-payment rate and a high yield security may lose significant market value before a default occurs. Issuers of high yield securities may have the right to "call" or redeem the issue prior to maturity, which may cause PGIHK to have to reinvest the proceeds in other high yield securities or similar instruments that may pay lower interest rates. In addition, the high yield securities in which a strategy invests may not be listed on any exchange and a secondary market for such securities may be comparatively illiquid relative to markets for other more liquid fixed income securities. Consequently, transactions in high yield securities may involve greater costs than transactions in more actively traded securities. A lack of publicly-available information, irregular trading activity and wide bid/ask spreads among other factors, may, in certain circumstances, make high yield debt more difficult to sell at an advantageous time or price than other types of securities or instruments.

**Inflation and Deflation Risk:** Inflation risk is the risk that the present value of assets or income will be worth less in the future as inflation decreases the present value of money. Deflation risk is the risk that prices throughout the economy decline over time creating an economic recession, which could make issuer default more likely and may result in a decline in the value of a strategy's assets.

**Interest Rate Risk:** Interest rate risk is the risk that fixed income securities, dividend-paying equity securities and other instruments will decline in value because of changes in interest

rates. As nominal interest rates rise, the value of certain fixed income securities or dividend-paying equity securities is likely to decrease. Interest rate changes can be sudden and unpredictable, and a strategy may lose money as a result of movements in interest rates. Fixed income securities with longer durations tend to be more sensitive to changes in interest rates, usually making them more volatile than securities with shorter durations. Therefore, the longer the effective maturity and duration of the strategy's portfolio, the more the value of your investment is likely to react to interest rates. The values of equity and other non-fixed income securities may also decline due to fluctuations in interest rates.

Certain debt securities, derivatives and other financial instruments, may utilize LIBOR as the reference or benchmark rate for interest rate calculations. As market participants transition away from LIBOR, LIBOR's usefulness may deteriorate, which could occur prior to the end of 2021. The transition process may lead to increased volatility and illiquidity in markets that currently rely on LIBOR to determine interest rates. LIBOR's deterioration may adversely affect the liquidity and/or market value of securities that use LIBOR as a benchmark interest rate, including securities and other financial instruments in which PGIHK invests. Further, the utilization of an alternative reference rate, or the transition process to an alternative reference rate, may adversely affect the performance of a strategy in which you invest.

**Large Cap Stock Risk:** To the extent a strategy invests in large capitalization stocks, the strategy may underperform strategies that invest primarily in the stocks of lower quality, smaller capitalization companies during periods when the stocks of such companies are in favor.

**Liquidity Risk:** When there is little or no active trading market for specific types of securities, it can become more difficult to sell the securities at or near their perceived value. In such a market, the value of such securities and the value of your investment may fall dramatically, even during periods of declining interest rates. Liquidity risk also exists when a particular derivative instrument is difficult to purchase or sell. If a derivative transaction is particularly large or if the relevant market is illiquid (as is the case with many privately negotiated derivatives), it may not be possible to initiate a transaction or liquidate a position at an advantageous time or price. The secondary market for certain municipal bonds tends to be less well developed or liquid than many other securities markets, which may adversely affect the strategy's ability to sell such municipal bonds at attractive prices. Trading limits (such as "daily price fluctuation limits" or "speculative position limits") on futures trading imposed by regulators and exchanges could prevent the prompt liquidation of unfavorable futures positions and result in substantial losses. It is also possible that an exchange or a regulator may suspend trading in a particular contract, order immediate liquidation and settlement of a particular contract or order that trading in a particular contract be conducted for liquidation only. Therefore, in some cases, the execution of trades to invest or divest cash flows may be postponed which could adversely affect the withdrawal of assets and/or performance.

**Loans Risk:** Loans are traded in a private, unregulated inter-dealer or inter-bank resale market and are generally subject to contractual restrictions that must be satisfied before a loan can be bought or sold. These restrictions may impede PGIHK's ability to buy or sell loans (thus affecting their liquidity) and may negatively impact the transaction price. The types of covenants included in loan agreements generally vary depending on market conditions, the creditworthiness of the issuer, the nature of the collateral securing the loan and possibly other factors. Loans with fewer covenants that restrict activities of the borrower may provide the

borrower with more flexibility to take actions that may be detrimental to the loan holders and provide fewer investor protections in the event of such actions or if covenants are breached. A strategy may experience relatively greater realized or unrealized losses or delays and expense in enforcing its rights with respect to loans with fewer restrictive covenants. Loans may be structured such that they are not securities under securities law, and in the event of fraud or misrepresentation by a borrower, lenders may not have the protection of the anti-fraud provisions of the federal securities laws. Loans are also subject to risks associated with other types of income investments, including credit risk and risks of lower rated investments. Investments in bank loans are subject to the credit risk of both the financial institution and the underlying borrower.

**Mortgage-Related Securities Risk:** Mortgage-related securities are complex derivative instruments, subject to credit, prepayment and extension risk, and may be more volatile, less liquid and more difficult to price accurately, than more traditional fixed-income securities. A strategy that invests in mortgage-related securities is subject to the credit risk associated with these securities, including the market's perception of the creditworthiness of the issuing federal agency, as well as the credit quality of the underlying assets. Although certain mortgage-related securities are guaranteed as to the timely payment of interest and principal by a third party (such as a U.S. government agency or instrumentality with respect to government-related mortgage-backed securities) the market prices for such securities are not guaranteed and will fluctuate. Declining interest rates may result in the prepayment of higher yielding underlying mortgages and the reinvestment of proceeds at lower interest rates can reduce the strategy's potential price gain in response to falling interest rates, reduce the strategy's yield or cause the strategy's share price to fall (prepayment risk). Rising interest rates may result in a drop in prepayments of the underlying mortgages, which would increase the strategy's sensitivity to rising interest rates and its potential for price declines (extension risk).

**Municipal Securities Risk:** Municipal securities are issued by or on behalf of states, territories, possessions and local governments and their agencies and other instrumentalities, and may be secured by the issuer's general obligations or by the revenue associated with a specific capital project. Both "general obligation" municipal bonds and "revenue" bonds are subject to interest rate, credit and market risk, and uncertainties related to the tax status of a municipal bond or the rights of investors invested in these securities. The ability of an issuer to make payments could be affected by litigation, legislation or other political events or the bankruptcy of the issuer. In the event of bankruptcy of such an issuer, a strategy investing in the issuer's securities could experience delays in collecting principal and interest, and may not, in all circumstances, be able to collect all principal and interest to which it is entitled. In addition, imbalances in supply and demand in the municipal market may result in a deterioration of liquidity and lack of price transparency in the market. At certain times, this may affect pricing, execution, and transaction costs associated with a particular trade. The value of certain municipal securities, in particular obligation debt, may also be adversely affected by rising health care costs, increasing unfunded pension liabilities, changes in accounting standards, and by the phasing out of federal programs providing financial support. Municipal securities may be less liquid than taxable bonds and there may be less publicly available information on the financial condition of municipal securities issuers than for issuers of other securities. The secondary market for municipal securities also tends to be less well-developed or liquid than many other securities markets, a by-product of lower capital commitments to the asset class by the dealer community, which may adversely affect

PGIHK's ability to sell municipal securities it holds at attractive prices or value municipal securities. Lower rated municipal bonds are subject to greater credit and market risk than higher quality municipal bonds.

**Prepayment Risk:** When interest rates fall, the principal on mortgage-backed and certain asset-backed securities may be prepaid. The loss of higher yielding underlying mortgages and the reinvestment of proceeds at lower interest rates can reduce a strategy's potential price gain in response to falling interest rates, reducing the value of your investment.

**Small and Mid-Size Company Risk:** Small and mid-size company stocks have historically been subject to greater investment risk than large company stocks. The prices of small and mid-company stocks tend to be more volatile than prices of large company stocks.

**Sovereign Debt Risk:** A strategy that invests in fixed income instruments issued by sovereign entities may decline in value as a result of default or other adverse credit events resulting from the issuer's inability or unwillingness to make principal or interest payments in a timely fashion. A sovereign entity's failure to make timely payments on its debt can result from many factors, including, without limitation, insufficient foreign currency reserves or an inability to sufficiently manage fluctuations in relative currency valuations, an inability or unwillingness to satisfy the demands of creditors and/or relevant supranational entities regarding debt service or economic reforms, the size of the debt burden relative to economic output and tax revenues, cash flow difficulties, and other political and social considerations. The risk of loss to a strategy in the event of a sovereign debt default or other adverse credit event is heightened by the unlikelihood of any formal recourse or means to enforce its rights as a holder of the sovereign debt. In addition, sovereign debt restructurings, which may be shaped by entities and factors beyond PGIHK's control, may result in a loss in value of a strategy's sovereign debt holdings.

**Structured Products Risk:** Structured products are complex credit instruments involving a series of CDS or CDOs as an example. The instruments typically have several tranches and the investing party is potentially exposed to one or several levels of payment risk. The instrument will have provisions which spell out participation in revenue and loss or repayment of principal when certain conditions are experienced by the underlying assets.

**Tax Risk:** Changes to tax laws can result in various risks with regards to bonds.

**U.S. Government Securities Risk:** Not all obligations of the U.S. government's agencies and instrumentalities are backed by the full faith and credit of the U.S. Treasury. Some obligations are backed only by the credit of the issuing agency or instrumentality and in some cases there may be some risk of default by the issuer. Any guarantee by the U.S. government or its agencies or instrumentalities of a security held by the strategy does not apply to the market value of such security. A security backed by the U.S. Treasury or the full faith and credit of the United States is guaranteed only as to the timely payment of interest and principal when held to maturity. In addition, because many types of U.S. government securities trade actively outside the United States, their prices may rise and fall as changes in global economic conditions affect the demand for these securities. No assurance can be given that the U.S. government will provide financial support to its agencies and instrumentalities, since it is not obligated to do so by law. Securities issued by U.S. government sponsored enterprises such as FHLMC, FNMA and the Federal Home Loan Bank are not issued or guaranteed by the U.S.

Treasury. Yields available from U.S. government securities are generally lower than yields from other fixed income securities.

**Volatility Risk:** The market value of the investments made on behalf of advisory clients may decline unexpectedly due to changes in market rates of interest, general economic or political conditions, industry specific developments, or the condition of financial markets.

## **ITEM 9 – DISCIPLINARY INFORMATION**

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of PGIHK or the integrity of PGIHK's management. To the best of PGIHK's knowledge, PGIHK has no information applicable to this item.

## **ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS**

### **Affiliated Entities**

Principal Global Investors, LLC ("PGI"), an investment adviser registered with the SEC. PGI offers portfolio management services for fixed income, equities and asset allocation products to affiliated and non-affiliated persons. PGI is a member of the National Futures Association and registered as a commodity trading advisor and commodity pool operator with the Commodity Futures Trading Commission.

Principal Real Estate Investors, LLC ("PrinREI") is an investment adviser registered with the SEC. PrinREI offers portfolio management and investment advisory and subadvisory services for public and private real estate products to affiliated and non-affiliated persons.

Principal International, Inc. ("Principal International") is an affiliate of PGIHK. PGIHK manages certain portfolios of Principal International and of Principal International's insurance subsidiaries.

Principal Enterprise Capital, LLC ("PEC") is an investment adviser registered with the SEC. PEC invests in Real Estate Operating Companies ("REOCs").

The Principal Real Estate Europe Group ("the PrinREE Group"), which was acquired by Principal in April 2018, manages alternative investment funds and separate account mandates investing in European real estate on behalf of investors and clients. The PrinREE Group includes 5 authorized Alternative Investment Fund Managers ("AIFMs"): Principal Real Estate Limited- authorized in the UK by the FCA, Principal Real Estate SAS- authorized in France by the AMF, Principal Real Estate S.À R.L.- authorized in Luxembourg by the CSSF, Principal Real Estate Kapitalverwaltungsgesellschaft mbH and Principal Real Estate Spezialfondsgesellschaft mbH- each of which are registered in Germany by BaFin. PrinREI has a Participating Affiliate Arrangement with the PrinREE Group that allows the PrinREE Group to provide advisory services to PrinREI clients.

Principal Financial Advisers, Inc. (“PFA”), is an investment adviser registered with the SEC. PFA provides asset allocation advice and other investment advisory services to qualified retirement plans funded with group annuity contracts purchased from Principal Life Insurance Company.

Principal Advised Services, LLC (“PAS”) is an investment adviser registered with the SEC. PAS provides asset allocation advice implemented with assistance of proprietary algorithms.

Post Advisory Group, LLC (“Post”) is an investment adviser registered with the SEC. Post offers services in managing client funds invested in high yield debt securities and distressed securities.

Columbus Circle Investors (“Columbus Circle”) is an investment adviser registered with the SEC. Columbus Circle offers services in managing client funds invested in U.S. growth equity securities.

Origin Asset Management, LLP (“Origin”), an investment adviser registered with the SEC. Origin offers services in managing client funds invested in global (ex U.S.) equity securities.

Finisterre Capital, LLP (“Finisterre”), an investment adviser registered with the SEC. Finisterre offers services in managing client funds invested in emerging market fixed income securities. Finisterre is also a member of the National Futures Association and registered with the CFTC as a CTA and a CPO.

Finisterre Malta Limited (“Finisterre Malta”), an investment adviser registered with the SEC. Finisterre Malta offers services in managing client funds invested in emerging market fixed income securities.

Robustwealth, Inc. (“Robustwealth”), an investment advisor registered with the SEC, offers a digital wealth management platform utilized by advisers.

Claritas Investments Ltd. (“Claritas”), an investment adviser in Brazil, specializes in alternative investments and hedge funds in local markets and abroad.

Spectrum Asset Management, Inc. (“Spectrum”) an investment adviser registered with the SEC. Spectrum is also a member of the NFA and registered with the CFTC. Spectrum offers services managing client funds invested in preferred securities. Spectrum is also a member of the National Futures Association and registered with the Commodity Futures Trading Commission.

SAMI Brokerage, LLC (“SAMI”), is a registered broker-dealer and a FINRA member.

Principal Securities, Inc. (“PSI”), is an investment adviser registered with the SEC and a FINRA registered broker-dealer that markets a variety of proprietary and non-proprietary mutual funds, unit investment trusts and limited partnerships. PGIHK does not execute security transactions with PSI. PSI is an introducing broker-dealer for retail funds business.

Principal Funds Distributor, Inc. (“PFD”) is a registered broker-dealer and a FINRA member.

PFD serves as a principal underwriter for Principal Funds, Inc., Principal Variable Contracts, Inc. and Principal Exchange-Traded Funds.

Principal Global Investors Trust Company (“PGI Trust”) is an Oregon banking corporation and a trustee of collective investment trusts.

Principal Trust Company is a Delaware trust company providing trust, custodial and administrative services.

Principal Bank is an FDIC-insured bank specializing in Individual Retirement Accounts.

Principal Life Insurance Company (“Principal Life”) is a licensed insurance company in all 50 states and the District of Columbia.

### **Other Financial Industry Activities**

PGIHK is part of a diversified, global financial services organization with many types of affiliated financial services providers, including but not limited to broker-dealers, insurance companies and other investment advisers. PGIHK enters into arrangements, as needed, to provide services or otherwise enter into some form of business relationship with these foreign and/or domestic affiliates. Additional disclosure of these relationships will be provided upon request.

## **ITEM 11 – CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING**

### **Code of Ethics**

PGIHK has adopted a Code of Ethics (the “Code”). The principal purposes of the Code are to provide policies and procedures consistent with applicable laws and regulations, including Rule 204A-1 under the Investment Advisers Act of 1940, to prevent conflicts of interests or the appearance of such conflicts when PGIHK’s officers, directors, employees and certain non-employees of PGIHK with access to client and trading information of PGIHK (“Access Persons”) own or engage in their own personal transactions involving securities. Clients of PGIHK can obtain a copy of the Code of Ethics by contacting the Chief Compliance Officer at 800-533-1390.

### **Employee Personal Trading**

The Code requires all Access Persons to adhere to high standards of honest and ethical conduct, and the interests of our advisory clients must be placed first at all times. All Access Persons of the firm are required to certify upon association/employment and annually thereafter that they have read, understood and complied with the Code. This includes that they have complied with the requirements and disclosed covered accounts, reportable securities and pre-cleared transactions as required by the Code. Access Persons are permitted to personally buy and sell securities of issuers that PGIHK also trades for its clients, so long as those buy and sell transactions are conducted in accordance with the Code. As such, there are procedures in place to prevent instances where potential conflicts of interest arise between the personal securities transactions of the Access Persons and the securities transactions that

PGIHK conducts for the accounts of clients. Compliance monitors personal trading via the on-line pre-clearance system, FIS Personal Trading Assistant. The procedures provide for the maintenance of a master securities list that includes all securities traded by PGIHK for purchase or sale on behalf of clients. All Access Persons are required to obtain pre-clearance approval to buy and sell reportable securities (excluding exempt securities and transactions) through the online monitoring system, FIS Personal Trading Assistant, before executing a personal security transaction to make sure the proposed transaction conforms to our Code provisions. There is also quarterly review of reportable transactions, as well as annual certification of accounts and holdings by Access Persons. Please refer to the Code for a detailed overview of provisions.

From time to time, PGIHK advises clients to purchase securities which could coincide with other client purchases, one or more affiliates of PGIHK could also (1) be purchasing or selling and/or (2) holding. Such situations will be subject to procedures designed to assure fair allocation of available transactions. PGIHK recommends to its clients the purchase, sale or holding of shares of affiliated mutual funds and/or ETFs for which PGIHK and its affiliates also provide advisory services while considering suitability. PGIHK has policies and procedures that address trading and potential conflicts of interest. These conflicts, along with all potential conflicts of interest, are overseen according to our relevant policies and procedures.

## **ITEM 12 – BROKERAGE PRACTICES**

When acting as a discretionary adviser, PGIHK determines which securities or other instruments are bought or sold for an account, the amount of such securities or other instruments and the timing of the purchases and sales, the broker, dealer, underwriter through which transactions are effected and the commission rates or spreads paid, except as specifically directed by the client. Our discretion in those matters, however, is limited by our responsibility to act in the best interest of our clients in fulfilling their investment objectives.

### **Selection of Brokers and Dealers**

PGI's principal objective in selecting broker-dealers and entering client trades is to seek best execution for clients' transactions. In general, best execution means executing trades at the best net price considering all relevant circumstances. While best execution is our objective for all transactions, it can be evaluated over time through several transactions rather than through a single transaction. In seeking best execution, the key factor is not necessarily the highest bid or the lowest offer, but whether the transaction represents the best qualitative execution for the client. This assessment will be influenced by many factors including current market conditions and the type of instrument in question and the markets in which it trades. In selecting brokers and dealers, PGIHK considers a variety of factors including, but not limited to:

- Financial strength and stability
- Best price for the trade;
- Reasonableness of their commission, spreads or markups;
- Ability to execute and clear a trade in a prompt and orderly manner;

- Quality of executions in the past and existing relationship to date;
- Confidentiality provided by the broker or dealer;
- Execution capabilities and any related risks in trading a block of securities;
- Broad market coverage resulting in a continuous flow of information concerning bids and offerings;
- Consistent quality of service, including the quality of any investment-related services provided;
- Recordkeeping practices (*e.g.*, timely and accurate confirmations); and
- Cooperation in resolving differences.

PGIHK reviews a variety of internal and external trading reports and forensic tests to evaluate the quality of execution of certain transactions over time. In some instances, PGIHK will pay broker commissions that are higher than the commissions another broker might have charged for the same transaction. Please see the section on Soft Dollar Practices below for additional information about brokerage and research services received by PGIHK.

PGIHK maintains an approved list of brokers and dealers; our traders are required to direct trades only through these approved counterparties. New counterparty arrangements must be reviewed and approved by PGIHK's Counterparty Team before trading can begin through the new counterparty. Alternative trading systems that meet the Counterparty Team's guidelines are also eligible for consideration. Once a broker or dealer is approved, it is added to the Counterparty Authorization List and communicated to traders. Counterparties are regularly monitored by the Counterparty Team for signs of deterioration in business operations, creditworthiness and rating changes.

PGIHK generally does not intend to place portfolio trades for any of its equity or fixed income clients with an affiliated broker-dealer.

PGIHK conducts an annual fixed income broker review that gathers input from key investment staff. Portfolio managers, research analysts and traders rate brokers and dealers based on the value they believe they receive from the broker or dealer through reports, meetings, conference calls, management visits and other research. Traders rate brokers and dealers based on factors that include, but are not limited to, execution quality, information flow, volume of trading in PGIHK's orders, willingness to take the other side of the trade in a principal transaction, bids and offers and the broker's execution cost history. Based on their responses, an aggregate score will be calculated for each broker and dealer and a relative ranking determined. In addition to ratings, feedback is gathered on the strengths and weaknesses of each broker and dealer (*e.g.*, research sales, strategy and trading).

### Brokerage Commissions

Transactions on stock exchanges and other agency transactions, as applicable, involve the payment by the client of negotiated brokerage commissions. Such commissions vary among different brokers and dealers and a particular broker or dealer often charges different commissions based on the difficulty and size of the transaction or the means of execution (*i.e.*, program, algorithmic or sales trader), among other things. Although commission rates are considered by PGIHK in our brokerage selection process and are reasonable in relation to the value of the services provided, our clients may not realize the lowest possible commission

rates as our determination process considers the additional factors outlined above.

### Cross Trades

PGIHK generally will not arrange for one client to purchase or sell securities to another client (a “cross trade”) unless the clients in question have adopted a policy that permits cross trades and the regulatory authority governing the client accounts clearly permits the cross trade to occur. PGIHK has implemented policies and procedures regarding the execution of cross trades when appropriate for both clients and permissible under applicable law. Cross trades are only considered in circumstances where the transaction is in the best interests of both parties, the purchase and sale of the security satisfies the investment guidelines for each of the portfolios involved, and all applicable regulatory requirements are satisfied (*e.g.*, for mutual funds, the cross trade is consistent with the funds’ Rule 17a-7 procedures).

When entering into cross trades, PGIHK takes steps to obtain a price it has determined by reference to independent market indicators, and which PGIHK believes is consistent with its duty to seek “best execution” for each party. To the extent required by applicable law, PGIHK will obtain the necessary client consents prior to engaging in a cross trade and/or inform clients of the relevant details of the cross trade. For all cross trades that are executed, a form must be completed and signed by the portfolio managers assigned to the portfolios and submitted to Compliance for review. The form requires that the portfolio managers provide written statements regarding the reasons the transaction is beneficial for both parties involved, and requests information regarding any commissions or fees to be paid, if any, and how the market price was determined.

Transactions that involve an ERISA plan have additional requirements that are outlined in the policies and procedures.

Because PGIHK manages different styles of accounts with different portfolio managers, it sometimes happens that two or more portfolio managers initiate orders to buy or sell the same equity security at the same time. If one portfolio manager has entered a buy order for a stock while another portfolio manager has a sell order, the orders will be worked separately to ensure that one account does not buy from the other.

### Principal Transactions

PGIHK does not generally engage in principal transactions, as defined by Section 206-3 under the Advisers Act, as part of its trading processes for clients. In the event that PGIHK engages in a principal transaction, the Firm will take action to ensure compliance with the relevant requirements of the Advisers Act. Section 206(3) prohibits any investment adviser from engaging in or effecting a transaction on behalf of a client while acting either as principal for its own account, or as broker for a person other than the client, without disclosing in writing to the client, before the completion of the transaction, the adviser's role in the transaction and obtaining the client's consent. An investment adviser is not "acting as broker" if the adviser receives no compensation (other than its advisory fee) for effecting a particular agency transaction between advisory clients.

## New Issues

Newly issued securities (including new securities sold in reliance on Rule 144A) will normally be purchased directly from the issuer or from an underwriter for the securities. Such transactions involve no brokerage commissions. Purchases from underwriters will typically involve a commission or concession paid by the issuer (and not by clients of PGIHK) to the underwriter. In some new issue transactions, there is only one underwriter and, accordingly, any orders for that new issue security will be placed with that underwriter. In other new issue transactions in which an underwriting group is involved, pricing should be uniform among the underwriters and PGIHK will normally place its orders with the lead manager, in an effort to maximize the prospects for getting the orders filled. Secondary purchases from and sales to dealers will include the spread between the bid and asked prices. In general, PGIHK's primary objective in exercising any available authority concerning the selection of an underwriter, broker, or dealer is to obtain the best overall terms for the Firm's clients. In pursuing this objective, PGIHK considers all matters it deems relevant (both for the specific transaction and on a continuing basis), including the breadth of the market in the security, the price of the security, the financial condition and executing capability of the broker or dealer and the reasonableness of the compensation, if any, received by the underwriter, broker or dealer.

## Foreign Exchange Transactions

It is the responsibility of a client's custodian to handle foreign exchange transactions ("FX Transactions") for client accounts, to settle trades and to repatriate dividends, interest and other income payments received into the client account to the account's base currency when necessary. However, PGIHK will, when requested by the client and where PGIHK determines that it is cost effective or efficient, arrange for its trade desk or a third party to handle trade settlement related FX Transactions in unrestricted currencies. Under this type of arrangement, should a client so request, the trade desk is responsible for seeking best execution of FX Transactions, either with the client's custodian or with third parties. Unless otherwise agreed to, PGIHK will continue to issue standing instructions to each client's custodian for all other types of FX Transactions in unrestricted currencies, such as those related to dividend and interest repatriation. Because of various limitations regarding transactions in restricted currencies, (generally in jurisdictions where all FX Transactions must be done by the client's custodian) all FX Transactions in restricted currencies will continue to be affected by each client's custodian pursuant to standing instructions and PGIHK will not be in a position to seek best execution.

In cases where a client has not requested that PGIHK handle arrangements for trade settlement related FX Transactions in non-U.S. securities, and/or PGIHK has deemed that it is not cost effective to do so, the Firm will instruct the client's custodian to execute the necessary FX Transactions. This is done either through standing instructions communicated to the custodian when the account is established, or at the time settlement instructions are sent to the custodian for a particular transaction. The custodian is responsible for executing FX Transactions, including the timing and applicable rate, of such execution pursuant to its own internal processes. As clients generally have arrangements with their custodian regarding the execution of FX Transactions, such arrangements impact the fees and expenses charged to the client by the custodian.

## Trade Errors

PGIHK maintains a system of checks and balances designed to limit the errors it makes in placing trades for client accounts. It is PGIHK's policy that the utmost care to be taken in making and implementing investment decisions on behalf of our funds and our client accounts. Nonetheless, PGIHK will, from time to time, make such errors. It is PGIHK's policy to absorb all losses on trades it places in error. In rectifying erroneous trades, PGIHK distinguishes between errors it identifies prior to the time a client's custodian settles the erroneous trade and posts it to the client's custodial statement ("Time of Settlement") and those it identifies after the Time of Settlement. With respect to equity securities, PGIHK maintains an error account and settles into it all erroneous trades it identifies prior to the Time of Settlement. Any profits from erroneous trades identified before settlement are retained in the error account and can only be used to offset losses caused by subsequent errors. It is PGIHK's policy to accord clients any profitable erroneous trades it identifies after the Time of Settlement, and to net profits and losses of related transactions arising from the same underlying error when calculating client losses.

PGIHK's policy covering the correction of trading errors generally applies only to the extent that PGIHK has control of resolving errors for client accounts. For the Managed Accounts, the Program Sponsor may have control over the resolution of errors of participating investment managers, including PGIHK.

Because of the actions or omissions of a broker-dealer, a trade executed in the market may materially differ from the instructions or order given by the applicable portfolio manager or the trading desk personnel for that trade. Errors attributable to brokers are not considered trade errors, but PGIHK will oversee the resolution of a broker's error.

## Soft Dollars – Commission Sharing Agreements

It is PGIHK's policy to use all soft dollar credits generated by brokerage commissions attributable to client accounts in a manner consistent with the "safe harbor" established by Section 28(e) of the Securities Exchange Act. Except as discussed below with respect to "mixed-use" products and services, services retained via soft dollar arrangements are exclusively used for either research or in connection with brokerage and trading functions within that "safe harbor". PGIHK has implemented procedures intended to track and evaluate the benefits received by PGIHK and how client commissions are used to pay for eligible research.

PGIHK has entered into Commission Sharing Arrangements ("CSA") with selected broker dealers to generate and use commission credits to pay for research from providers regardless of the trading relationship. Transaction commission rates are negotiated at an execution rate and a commission credit rate with an executing broker. Pursuant to the CSA, the research component of the commission is swept to a centralized commission aggregator account maintained by a third-party on behalf of PGIHK. The centralized commission account is used to pay for approved research consumed to support PGIHK's investment process in accordance with the PGIHK procedures. PGIHK believes the use of CSAs minimizes conflicts of interest inherent in the use of soft dollars as PGIHK directs commissions to the best execution venue and uses accumulated commission credits to pay for research. The use of CSAs allows

PGIHK to monitor the cost of the execution relationship as well as the research relationships.

The commission aggregator, under PGIHK supervision, pays for eligible research. This research payment may be made to a provider who is also an executing broker or another third-party research provider. If the broker or third party does not assign a value to the research provided, PGIHK will assign the value based on PGIHK's assessment of the research. PGIHK utilizes a semi-annual research provider evaluation process to assist in this determination of value. PGIHK maintains records of this valuation process.

In isolated soft dollar arrangements, PGIHK could receive products and services that are considered "mixed use." These products and services may be included alongside research but have been deemed administrative or somehow ineligible as research within the "safe harbor." In such cases, PGIHK makes a reasonable allocation of the cost of the product or service according to the use. PGIHK pays for the portion of the product or service that consists of research benefiting PGIHK's investment decision making processes using commission dollars while paying the portion that is ineligible as research using PGIHK's own assets. PGIHK maintains records of this process.

#### Allocation of Soft Dollar Benefits and Costs

The aggregation of commission credits may unintentionally result in some PGIHK clients paying a lower amount of commissions compared to another client. Research obtained through CSAs may be used to benefit any PGIHK client, not limited to the client whose account generated the credits. Research is not allocated to the client accounts in direct proportion to the commission credits that the client account may have earned. PGIHK may also share research across teams such that clients who did not earn commission credits may receive a benefit from such research. PGIHK determines and pays a fair and reasonable amount for research out of its own assets to offset those clients who do not participate in the CSA program and therefore do not earn commission credits.

PGIHK also mutually utilizes research with and/or may sub-advise entities that are subject to the European Union's Markets in Financial Instruments Directive II (MIFID II). While PGIHK may not be directly subject to MIFID II provisions, PGIHK has determined it is appropriate and reasonable to pay for research utilized by those investment professionals employed by PGIHK's affiliated MIFID II subjected entity from PGIHK's own assets. Such payments may benefit those PGIHK clients not directly subject to MIFID II provisions as these accounts utilize investment decision making provided by the affiliated MIFID II entity.

PGIHK Fixed Income does not accept the use of soft dollar credits and currently does not engage in "deal credit" arrangements in municipal bond transactions.

#### Trade Order Aggregation and Allocation for Equity Accounts

PGIHK acts as investment adviser for a variety of accounts and will place orders to trade securities for each of those accounts from time to time. If, in carrying out the investment objectives of the accounts, occasions arise when purchases or sales of the same securities are to be made for two or more of the accounts at the same time, PGIHK may submit the orders to purchase or sell to a broker or dealer for execution on an aggregate or "bunched" basis

(including orders for accounts in which PGIHK, its affiliates and/or its personnel have beneficial interests). In aggregating trade orders and allocating available securities, PGIHK seeks to provide fair and equitable treatment to all clients participating in the “bunched order”. The fairness of a given allocation depends on the facts and circumstances involved, including the client’s investment criteria and account size and the size of the order. PGIHK aggregates trades to give clients the benefits of efficient and cost-effective delivery of investment management services. By aggregating trades, it is possible for PGIHK to also obtain more favorable execution for clients.

PGIHK may create several aggregate or “bunched” orders relating to a single security at different times during the same day. On such occasions, when not restricted by the client’s investment management agreement, PGIHK generally prepares, before entering an aggregated order, a written allocation statement as to how the order will be allocated among the various accounts. Securities purchased or proceeds of sales received on each trading day with respect to each such aggregate or “bunched” order shall be allocated to the various accounts whose individual orders for purchase or sale make up the aggregate or “bunched” order by filling each account’s order in accordance with the allocation statement. In the event that the aggregated order cannot be completely filled, the securities purchased or sold will generally be allocated among the various accounts on a pro rata basis, subject to rounding to avoid less easily traded lots and individual issuer de minimis limits. Securities purchased for client accounts participating in an aggregate or “bunched” order will be placed into those accounts at a price equal to the average of the weighted prices achieved in the course of filling that aggregate or “bunched” order.

Although, PGIHK generally allocates trades pro rata, trades may be allocated on a basis other than strictly pro rata if we believe such allocation is fair and reasonable to all accounts involved in the order. For example, changes in the availability of cash or liquidity needs subsequent to the initial order, a de minimis holding resulting from such an allocation, or a change in the client’s needs subsequent to an initial allocation could form the basis of a decision to make a non-pro rata allocation.

PGIHK expects aggregation or “bunching” of orders, on average, to reduce the cost of execution. PGIHK generally will not aggregate a client’s order if, in a particular instance, it believes that aggregation will increase the client’s cost of execution. In some cases, aggregation or “bunching” of orders could increase the price a client pays or receives for a security or reduce the amount of securities purchased or sold for a client account.

## **ITEM 13 – REVIEW OF ACCOUNTS**

### **Review of All Accounts**

PGIHK reviews each client account to monitor portfolio performance and to ensure that each portfolio conforms to guidelines established by PGIHK and the client. Separately negotiated contracts with each client contain the precise nature of the advisory services to be furnished to that client. These contracts can specify the criteria and process for the account review furnished by the client. In addition, PGIHK uses its own review processes and procedures

during the ongoing management of the client's portfolio. PGIHK generally sends reports to clients on the investment status of their portfolios quarterly, or more frequently if required under the terms of the client contract.

PGIHK utilizes a compliance system to assist in the automated review and monitoring of portfolios. Many client account investment guidelines can be input into this compliance system. Each trade order is submitted into the system and reviewed electronically for compliance with the account's investment guidelines. This is done prior to the trade order being submitted to PGIHK's trade desk. The system blocks trades that would cause an explicit breach of client guidelines. PGIHK generates daily reports identifying exceptions for further analysis.

### Reviews by Strategy

#### **Equities:**

Equity portfolios receive ongoing review during the trading process. The portfolio managers utilize proprietary and third-party portfolio construction tools to monitor pre-trade and post-trade risks before trade orders are ever sent to the trading desk. These systems allow the team to evaluate the impact of potential trades on the overall portfolio exposures which cannot be monitored through automated compliance system, yet are a client objective or guideline.

Authorized members of the equity boutiques can monitor portfolios on an ongoing basis and allow for senior management to view portfolio positioning for all strategies at any time. Daily performance reports on representative samples of client portfolios are compared to relative benchmarks. PGIHK runs monthly risk analysis and exception reports on a representative sample of portfolios relative to benchmarks, and in addition, portfolio managers formally review a representative group of client portfolios each month.

#### **Fixed Income:**

Each fixed income portfolio is reviewed daily by its portfolio manager and team members assigned to that portfolio. PGIHK runs daily reports on a sampling of accounts indicating performance of each portfolio, market value and cash for each account included in the sampling. PGIHK has an oversight process to monitor portfolios. The Firm runs monthly performance reports on all accounts, which are provided to the members who have oversight authority. Risk management reports showing tracking error and characteristics are run at least quarterly. Each portfolio manager meets quarterly to review the activity in the portfolio(s) for which the portfolio manager is responsible.

#### **Asset Allocation:**

PGAA reviews fund positioning and performance on a daily basis. Sector, risk factor, and issuer concentrations are monitored through FactSet. Investment guidelines are established and monitored for each sub-advisor in the Fund that establish criteria for individual security weightings, sector allocation bands, tracking error relative to the benchmark, etc. Quarterly monitoring calls are also held with each sub-advisor. These calls are supplemented with reviews of managers' monthly and quarterly attribution and risk management materials, annual face-to-face meetings, and an annual re-underwriting of the investment and operations due diligence. Sub-advisors may be removed or replaced as needed.

### Reviewers

PGIHK has several committees that review all client portfolios falling within their respective equities or fixed income area of focus. All committee members are officers of PGIHK and generally hold the title of Director, Managing Director or Executive Director. The appropriate committee assists the Portfolio Manager in reviewing objectives and constraints of the client, investment activity, operational activity, and client relations at least quarterly. The number of accounts each committee reviews varies by committee.

## **ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION**

PGIHK enters into compensation arrangements with certain related persons who act as solicitors of clients for the Firm. In addition, PGIHK has from time to time entered into arrangements with other persons who act as solicitors of clients when it appears to the Firm that a solicitor could provide access to clients PGIHK might not otherwise have. Such arrangements will, at all times, be maintained in compliance with Rule 206(4)-3 of the Investment Advisers Act of 1940. PGIHK may pay any such solicitor (a) a salary, or (b) a percentage of the management fee PGIHK earns from the account a solicitor has introduced, or (c) a one-time fee, or (d) any combination of (a), (b), or (c).

In the event PGIHK utilizes unaffiliated solicitors to procure clients for investment pools they manage, the payments will not be treated as cash solicitation fees per Rule 206(4)-3. The SEC in an Interpretive Letter dated July 28, 2008 to Mayer Brown LLP indicated that Rule 206(4)-3 does not apply to an investment adviser's cash payment to a person solely to compensate that person for soliciting investments in investment pools managed by the investment adviser.

## **ITEM 15 – CUSTODY**

Rule 206(4)-2 under the Advisers Act (the “Custody Rule”) defines “custody” to include a situation in which an adviser or a related person holds, directly or indirectly, client funds or securities or has any authority to obtain possession of them, in connection with advisory services provided by the adviser. For example, for purposes of the Custody Rule, we may be “deemed” to have custody of certain client assets because we have the ability to deduct fees from client custodial accounts.

Generally, in circumstances where PGIHK is deemed to have “custody,” with respect to Managed Accounts: (1) PGIHK will have a reasonable basis, after due inquiry, for believing that the client’s custodian sends an account statement, at least quarterly, to such client; and (2) a surprise examination will be conducted annually to verify the existence of assets in the client’s account. If PGIHK is deemed to have “custody” solely as a consequence of its authority to deduct its fees from client accounts, however, it will not be required to obtain a surprise examination. PGIHK urges you to carefully review such statements and compare such official custodial records with the account statements that PGIHK provides to you.

Where PGIHK is deemed to have custody of private funds or certain other pooled investment vehicles, audited financial statements will be distributed to investors within 120 days of the end of the fiscal year.

## **ITEM 16 – INVESTMENT DISCRETION**

PGIHK generally receives discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives, guidelines and restrictions for the particular client account memorialized in a written agreement.

When selecting securities and determining amounts, PGIHK observes the investment policies, limitations and restrictions of the clients for which it advises.

PGIHK may accept accounts for which it has discretionary authority to purchase securities for the account, but not to select broker-dealers for transactions. These are commonly known as “client directed brokerage relationships.” PGIHK may also accept non-discretionary arrangements, such as providing a series of securities recommendations by periodically updating a model portfolio or where clients retain investment discretion with respect to transactions in the account. In these situations, PGIHK’s lack of investment discretion may cause the client to lose possible advantages that our discretionary clients may derive from our ability to act for those discretionary clients in a more timely fashion, such as the aggregation of orders for several clients as a single transaction.

## **ITEM 17 – VOTING CLIENT SECURITIES**

PGIHK has adopted and implemented written Proxy Voting Policies and Procedures which are designed to reasonably ensure that PGIHK satisfies its fiduciary obligation with respect to voting proxies for clients which have authorized PGIHK to vote proxies. Clients can choose to retain the right to vote proxies. PGIHK’s guiding principles in performing proxy voting are to make decisions that (i) favor proposals that tend to maximize a company’s shareholder value and (ii) are not influenced by conflicts of interest.

The principles and positions in the Proxy Voting Policies and Procedures are designed to guide PGIHK in voting proxies, and not necessarily in making investment decisions. PGIHK uses voting recommendations of third-party research providers (“Guidelines”) when developing its Proxy Voting Policies and Procedures. Investment teams may, subject to the requirements of the Proxy Voting Policies and Procedures, diverge from the Guidelines where the investment teams determine that it is in the clients’ best interest.

PGIHK believes a company’s environmental, social and governance (“ESG”) practices may have an effect on the value of the company, and PGIHK takes these factors into consideration when voting.

Where PGIHK is vested with proxy voting authority, it is PGIHK’s policy to attempt to vote all proxies on behalf of the client, unless PGIHK determines in accordance with its policies to refrain from voting. Because of the volume and complexity of the proxy voting process, including inherent inefficiencies in the process that are outside PGIHK’s control (e.g., delays or incomplete information from intermediaries such as custodians, proxy agents or parties

involved in Wrap Fee Programs), not all proxies may be voted.

PGIHK will make reasonable efforts to vote foreign securities on behalf of clients, but voting proxies of companies not domiciled in the United States may involve greater effort and cost due to the variety of regulatory schemes and corporate practices. Certain non-U.S. countries require securities to be blocked prior to a vote, which means that the securities to be voted may not be traded within a specified number of days before the shareholder meeting. PGIHK typically will not vote securities in non-U.S. countries that require securities to be blocked as the need for liquidity of the securities in the funds will typically outweigh the benefit of voting. Some clients may participate in securities lending programs. In these situations, where PGIHK is responsible for voting a client's proxies, PGIHK will work with the client to determine whether there will be situations where securities loaned out under these lending arrangements will be recalled for the purpose of exercising voting rights. In certain circumstances securities on loan may not be recalled due to clients' preferences or due to circumstances beyond PGIHK's control.

The administration of PGIHK's proxy voting process is handled by a central point of administration (the "Proxy Team") servicing PGIHK and its affiliates. Among other duties, the Proxy Team coordinates with PGIHK's third party proxy voting and research providers. Investment personnel may also make recommendations about voting on a proposal, which may include a recommendation to vote in a manner contrary to our proxy voting principles, subject to established controls. In addition, while PGIHK ultimately decides how each proxy will be voted, a Proxy Voting Committee reviews policies and procedures and helps ensure quality and objectivity in connection with our proxy voting procedures.

PGIHK maintains proxy voting records and related records designed to meet its obligations under applicable law. Where permitted by and in accordance with applicable law, PGIHK may rely on third parties to make and retain, on our behalf, a copy of the relevant records. Clients may obtain a complete copy of our proxy voting policies and other information regarding how their proxies were voted upon request.

In the rare event that a proxy ballot is received for a fixed income account, the relevant portfolio manager will be responsible for voting the ballot.

## **ITEM 18 – FINANCIAL INFORMATION**

Registered investment advisers are required in this Item to provide clients with certain financial information or disclosures about the firm's financial condition. PGIHK has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients and has not been the subject of a bankruptcy proceeding.