

Chevron UK Pension Plan

Implementation Statement

**For year ended 31
December 2022**

December 2022

Table of Contents

Section 1 : Introduction 2

Section 2 : SIP reviews/changes over the year 3

Section 3 : Adherence to the SIP 4

Section 4: Voting and engagement 7

Section 5: Summary and conclusions 12

Section 1: Introduction

This document is the annual implementation statement (the “statement”) prepared by the Trustee of the Chevron UK Pension Plan (the “Plan”) covering the “Plan year” from 1 January 2022 to 31 December 2022 in relation to the Statement of Investment Principles (“SIP”). This statement refers to the Defined Benefit (DB) section of the Plan. A separate implementation statement covering the Defined Contribution (DC) section has also been made available.

The Plan’s SIP can be found on the Chevron UK Pension Plan website linked here: www.chevronukpension.co.uk

The purpose of this statement is to:

- set out the extent to which, in the opinion of the Trustee, the Plan’s Statement of Investment Principles (“SIP”) required under section 35 of the Pensions Act 1995 has been followed during the year;
- detail any reviews of the SIP the Trustee has undertaken, and any changes made to the SIP over the Plan year as a result of the review;
- describe the voting behaviour by, or on behalf of, the Trustee over the year.

A copy of this implementation statement is made available on the following website: www.chevronukpension.co.uk

This statement has been produced in accordance with The Pension Protection Fund (Pensionable Service) and Occupational Pension Plans (Investment and Disclosure) (Amendment and Modification) Regulations 2018 (as amended) and the guidance published by the Pensions Regulator.

Section 2: SIP reviews/changes over the year

The SIP is a document which outlines the Trustee's policies with respect to various aspects related to investing and managing the Plan's assets including but not limited to; investment managers, portfolio construction and risks. The SIP was reviewed and updated once during the Plan year and was dated September 2022.

For the purpose of assessing how the Plan's SIP has been following, the remainder of this statement specifically focuses on the SIP agreed in September 2022.

We consider that all SIP policies and principles relevant to this statement were adhered to.

Section 3: Adherence to the SIP

The DB SIP (as referenced in the Annual Report and made available on a publicly available website) comprises the following sections:

- Section 1: Introduction
- Section 2: Defined Benefit Investment Objectives, Risk and Investment Strategy
- Section 3: Day-To-Day Management of the Assets
- Section 4: Compliance with this Statement
- Section 5: Review of this Statement

In this statement, we comment on each of these sections and how the Trustee has implemented the principles within each one.

SIP Section 1: Introduction

1 – These paragraphs provide relevant introductory and background comments and information for the DB Section, rather than setting out any policies. We also note that the Trustee has consulted suitably qualified persons and obtained written advice from Willis Towers Watson on this statement.

This section addresses the fact that this document is exclusively focused on the DB pension arrangements, but the Plan does provide both DB and DC benefits.

The overall investment policy for DB assets is also explained here as falling into two parts:

- i. The Trustee follows the investment objectives set out in Section 2 below. The Trustee receives expert advice in determining the investment objectives.
- ii. The day-to-day management of the assets is delegated to professional investment managers and is described in Section 3.

SIP Section 2: Defined Benefit Investment Objectives, Risk and Investment Strategy

2.1 – These paragraphs set out the principal responsibilities and investment policy objectives of the Trustee for the DB section of the Plan. The Trustee is satisfied that the objectives as set out in this section of the SIP have been followed. In particular, with regard to the DB section, the Trustee is satisfied that:

- a) in monitoring the Plan assets against its performance benchmark, that it has achieved a total return within reasonable bounds of the benchmark rate set, within prudent levels of risk and liquidity;
- b) The Investment Committee (IC) agreed a set of investment beliefs against which all strategic decisions can be assessed to ensure they align
- c) the Plan successfully meets the cost of benefit obligations as they rise;
- d) the Plan has provided adequate liquidity for benefit payments and portfolio management and;
- e) the portfolio is comprised of an appropriate, diversified asset allocation and these assets deliver an investment return above benchmark over the long term.

In order to monitor the above, the Trustee receives quarterly investment monitoring reports from its investment adviser and discusses these at quarterly IC meetings. These reports cover both DB and DC sections of the Plan and use information provided by the Plan's custodian and performance manager in addition to investment managers, including detailed information on a range of qualitative and quantitative factors, market background, short and long-term performance and risk/return metrics. The Trustee also receives ad-hoc communications when a significant change occurs at any underlying investment managers.

2.2 – These paragraphs set out the key risks that the Plan is exposed to and the Trustee’s policy on these risks. The Trustee is satisfied that these risks have been monitored and where possible mitigated through the following action:

- a) The Trustee has established a policy benchmark for the Plan in order to balance risks arising from the characteristics of the Plan’s assets and liabilities.
- b) Risk is monitored quarterly and the Trustee received investment advice based on this monitoring.
- c) The Trustee recognises that the use of active management introduces risk that assets may underperform policy benchmark therefore the Trustee meets with the Plan’s active managers on an annual basis to discuss strategy and performance. Active managers are also monitored on a quarterly basis. As part of a wider equity review and in light of an increasingly strong funding level, the IC agreed to disinvest from the Plan’s active equity managers, bringing the overall equity allocation down from 20% to 10% during Q4 2021. The overall strategy at the end of the Plan year was 20%/80% return seeking/liability matching which is reflected in the 2023 Statement of Investment Principles.
- d) The asset allocation is designed as such that it mitigates lack of diversification risk by engaging several different managers, each having complementary investment styles.
- e) Any proposed changes to the portfolio are considered though their impact to risk and return

The Trustee is satisfied that based on its monitoring, the above policies were met over the Plan year. The Trustee is also satisfied that no changes to these policies are required at this time.

2.3 – The Plan’s current asset allocation strategy and allowable ranges are set out in the latest SIP and rebalancing decisions are delegated to the IC. The Trustee is satisfied that the portfolio has remained within the Strategic Asset Allocation and the rebalancing ranges outlined in this section throughout the Plan year.

SIP Section 3: Day-To-Day Management of the Assets

3 – These paragraphs outline the process for day-to-day management of assets and which party has ownership of these different sections.

3.1-3.2 – The Plan’s DB assets are managed by several different managers across different asset classes. The Trustee is satisfied that the managers have suitable performance objectives and are well placed to manage these assets in line with the restrictions set out by the Trustee. The Trustee maintains control over the realisation of these investments. During the year, a number of disinvestments were made to meet the cashflow needs of the Plan and to rebalance the portfolio towards the strategic target.

3.3 – This section considers the relationship and monitoring of the investment managers. The Trustee is satisfied that the monitoring process in place adheres to the measures set out in this section:

- a) Manager performance is monitored at quarterly meetings to check that investment strategy is aligned with the Plan’s objectives
- b) The Trustee meets with each of its investment managers on an annual basis to discuss strategy, performance, outlook, objective and Environmental, Social and Governance (ESG) considerations
- c) The Trustee has a Watch/Monitor process in place to draw out managers that are not operating or performing in line with expectations
- d) The Trustee’s investment adviser provides regular manager updates of any changes with the Funds or Investment managers

As a result of the monitoring process over the Plan year, the Trustee is satisfied with the managers’ performance and alignment with the SIP objectives. As a result, the Trustee did not make any changes to the investment managers based on performance or the monitoring process.

3.4 – The Plan’s policy on sustainable investment and consideration of ESG factors are outlined in this section. The Plan does not take non-financial factors into account but recognizes that ESG factors could present risks and opportunities. The Trustee’s policy is to delegate to the investment managers responsibility for the exercise of rights attaching to investments, including voting rights, and

engagement with issuers of debt and equity and other relevant persons about relevant matters such as performance, strategy, risks, capital structure, conflicts of interest and ESG considerations. Over the Plan year, the Trustee has:

- a) Received training on carbon emissions metrics and other key regulatory requirement for the portfolio in preparation for upcoming climate change report which will be published in 2023.
- b) Conducted climate scenario analysis in order to better understand the Plan's exposure to climate change and to meet applicable ESG related regulations. This analysis will be reported in the Plan's first climate change report due to be published in 2023.
- c) Gathered carbon emissions data from investment managers and using independent source MSCI to better understand the portfolio against the chosen metrics used in the climate change report.
- d) Discussed with managers as part of the quarterly manager meetings how ESG factors are considered within the portfolio, and how they approach sustainability and stewardship more broadly.
- e) When considering its policy in relation to stewardship including engagement and voting, the Trustee expects investment managers to address broad ESG considerations and have reviewed the investment managers stewardship policies to ensure alignment and continue to monitor them on an annual basis. The Trustee recognise that the responsibility for these activities remains with the Trustee and therefore review the Investment managers stewardship policies on an annual basis.
- f) The Trustees also conduct an annual review of the investment managers where they review performance including ESG credentials and actions taken.
- g) On behalf of the Trustee, the Plan's investment adviser collected information from the Fund's investment managers regarding their voting policies over the year and adoption of the UK Stewardship Code as outlined in the SIP. The information relating to the investment manager voting policies included the percentage of eligible votes cast, the use of proxy voting services and the most significant votes cast. A more detailed breakdown of this information can be found in Section 4 of this statement.
- h) The UK Stewardship Code is widely adopted by the investment managers of the Plan, either through explicit adoption of the Code or by managing the Plan's assets within the principles of the code. The responses received by the Plan's investment managers were reviewed by the Investment Committee. As a result of de-risking at the end of 2022, the Plan's voting assets are now managed on a passive basis by Northern Trust which is a signatory to the UK Stewardship Code.
- i) There has been no change to the Trustee's policy in not explicitly taking account of non-financial matters in Plan investments.

SIP Section 4: Compliance with this Statement

4 – The Trustee is satisfied that compliance with the SIP has been achieved over the year. Section 5 of the implementation statement confirms this.

SIP Section 5: Review of this Statement

5 – This section explains that the SIP will be reviewed in response to any material changes and no less than every three years. The Trustee is satisfied that this policy has been adhered to. Please see Section 2 of this document for detail on the changes made to the SIP over the Plan year.

Section 4: Voting and engagement

As set out in the SIP, the Trustee has reviewed the stewardship policies of all the managers to ensure they are aligned with the Trustee's views and in the best interests of members. The Trustee delegates the day-to-day ESG integration and stewardship activities (including voting and engagement) to its investment managers but reviews the ESG credentials and policies of the investment managers on an annual basis and will document whether each manager follows a Trustee voting policy and if not, why. Each manager should provide supplementary evidence on their voting policies (where these apply).

The table below sets out the voting activities of the Plan's investment managers, including any votes cast on the Trustee's behalf and provides detail on the Plan's investment managers' use of proxy voting and examples of votes cast that they deem to be significant. The large majority of the Plan's underlying investment strategies, such as fixed income (where these holdings do not have voting rights attached) or private property (where voting is not applicable), have been excluded from the table below.

Details of these investment managers' use of proxy voting services, to aid in their decision-making when voting, are summarised in the table below:

Plan section	Manager and strategy	Portfolio structure	Voting activity	Most significant votes cast	Use of proxy voting
DB	Northern Trust Asset Management ACWI Global Equity Fund	Separately Managed Account	Votes cast: 45,235 % of eligible votes cast: 98% % of votes with management: 92% % of votes against management: 7% % of votes with no management recommendation/ other: N/A	Significant defined as votes against management.	Partner with the third-party voting provider ISS.
DB	Northern Trust Asset Management Minimum Volatility Fund	Separately Managed Account	Votes cast: 5,495 % of eligible votes cast: 99% % of votes with management: 90% % of votes against management: 9% % of votes with no management recommendation/ other: N/A	Significant defined as votes against management.	Partner with the third-party voting provider ISS.
DB	LSV Asset Management Global Value Equity	Separately Managed Account	Votes cast: 3,038 % of eligible votes cast: 99.50% % of votes for management: 90.91% % of votes against management: 7.8% % of votes with no management recommendation/ other: 1.3%	Significant defined as votes from which the manager abstained from voting. Over 2022, the manager abstained from 86 votes.	Partner with the third-party voting provider Glass Lewis & Co.

DB	Acadian Global All-Country Equity	Separately Managed Account	<p>Votes cast: 3,142</p> <p>% of eligible votes cast: 95%</p> <p>% of votes for management: 83%</p> <p>% of votes against management: 12%</p> <p>% of votes with no management recommendation/ other: 0%</p>	<p>Significant defined as votes in which the manager disagreed with management recommendations.</p> <p>Over 2022, there were no items voted that met the 1.5% threshold for votable shares (significant votes)</p>	Partner with the third-party voting provider ISS.
----	-----------------------------------	----------------------------	--	--	---

Source: Investment Managers

As discussed, the Trustee delegates voting and engagement to its investment managers. The table below provides further detail on their voting and engagement policies.

Manager	Policy
Northern Trust Asset Management	NTAM partner with EOS at Federated Hermes (EOS) and held more than 3,800 dialogues with companies over a range of stewardship priorities, including climate change; diversity, equity and inclusion; sustainable food and agriculture; and executive compensation. With proxy voting decisions, NTAM also aim to influence the behavior and policies of investees toward more sustainable business practices. Responsible investing advocate ShareAction in its December 2021 <i>Voting Matters 2021</i> report ranked NTAM as the highest scoring U.S. investment manager for proxy voting on environmental and social issues.
LSV	Voting activity reflects Glass Lewis's assessment of the financial implications of ESG issues in context of a company's operations, with the objective of promoting effective disclosure and governance to drive performance and shareholder value. No specific ESG themes were prioritized but, Glass Lewis's guidelines for ESG initiatives during the period, included a number of positions. Subject to Glass Lewis's case-by-case analysis, these positions would lead to support for various ESG objectives, such as enhanced disclosure on climate-related issues or labour and human rights.
Acadian	When voting proxies on behalf of clients, Acadian assumes a fiduciary responsibility to vote in clients' best interests. In addition, with respect to benefit plans under the Employee Retirement Income Securities Act (ERISA), Acadian acknowledges its responsibility as a fiduciary to vote proxies prudently and solely in the best interest of plan participants and beneficiaries. So that it may fulfil these fiduciary responsibilities to clients, Acadian has adopted and implemented these written policies and procedures reasonably designed to ensure that it votes proxies in the best interest of clients. To assist in this effort, Acadian has retained ISS to research and vote its proxies. ISS provides proxy-voting analysis and votes proxies in accordance with predetermined guidelines. Relying on ISS to vote proxies is intended to help ensure that Acadian votes in the best interest of its clients and insulates Acadian's voting decisions from any potential material conflicts of interest. Acadian will also accept specific written proxy voting instructions from a client and communicate those instructions to ISS to implement when voting proxies involving that client's portfolio.

The following tables outline a number of the most significant votes cast by the Plan's investment managers on the Trustee's behalf over the year for each of the funds outlined above.

Significant votes cast	Coverage in portfolio
<p>Manager: Northern Trust Asset Management</p> <p>(i) Company: The Walt Disney Company – human rights related</p> <p>Meeting date: 9 March 2022</p> <p>Summary of the resolution: Report on Human Rights Due Diligence</p>	Held within NTAM MSCI ACWI IMI Strategy Fund

<p>Management recommended shareholders vote <u>AGAINST</u> this item.</p> <p>How the manager voted: NTAM voted FOR the management resolution above</p> <p>Rationale for why it was “significant”: Northern Trust votes case by case for proposals requesting increased disclosure on a company’s human and labour right policies, supply chain policies and processes and its management of related risks.</p> <p>Outcome: The resolution was not passed, despite NTAM voting for the resolution.</p> <p>(ii) Company: Berkshire Hathaway Inc. – inclusion and diversity related</p> <p>Meeting date: 30 April 2022</p> <p>Summary of the resolution: Report on Effectiveness of Diversity Equity and Inclusion Efforts and Metrics</p> <p>Management recommended shareholders vote AGAINST this item.</p> <p>How the manager voted: NTAM voted FOR the management resolution above and against the company’s mandate.</p> <p>Rationale for why it was “significant”: Northern Trust generally votes for proposals advocating the elimination of workplace discrimination and support for equity and inclusion initiatives.</p> <p>Outcome: The resolution was not passed, despite NTAM voting for the resolution.</p>	
<p>Manager: Northern Trust Asset Management</p> <p>(i) Company: The Hershey Company – labour rights related</p> <p>Meeting date: 17 May 2022</p> <p>Summary of the resolution: Report on Eradication of Child Labour in Cocoa Production</p> <p>Management recommended shareholders vote AGAINST this item.</p> <p>How the manager voted: NTAM voted FOR the management resolution above. Rationale for why it was “significant”: Northern Trust votes case by case for proposals requesting increased disclosure on a company’s human and labour right policies, supply chain policies and processes and its management of related risks.</p> <p>Outcome: The resolution was not passed, despite NTAM voting for the resolution</p> <p>(ii) Company: Amazon.com, Inc. – health/safety related</p> <p>Meeting date: 25 May 2022</p> <p>Summary of the resolution: Report on Worker Health and Safety Disparities</p> <p>Management recommended shareholders vote AGAINST this item.</p> <p>How the manager voted: NTAM voted FOR the management resolution above</p> <p>Rationale for why it was “significant”: NTAM typically supports requests that the company report on the health and safety measures regarding the company’s facilities, unless the request is overly prescriptive or the company has already addressed.</p> <p>Outcome: The resolution was not passed, despite NTAM voting for the resolution.</p>	<p>Held with NTAM Minimum Volatility Fund</p>
<p>Manager: Acadian Asset Management</p> <p>(i) Company: Amazon.com, Inc. – human rights related</p> <p>Meeting date: 25 May 2022</p> <p>Summary of the resolution: Human Rights Risk Assessment - Commission Third Party Report Assessing Company’s Human Rights Due Diligence Process</p> <p>Management recommended shareholders vote AGAINST this item.</p> <p>How the manager voted: Acadian voted FOR the management resolution above</p>	<p>Held within the Acadian Global All-Country Equity Fund</p>

<p>Rationale for why it was “significant”: Shareholders would benefit from increased transparency and disclosure on how the company is managing human rights-related risks.</p> <p>Outcome: The resolution was not passed, despite Acadian voting for the proposal</p> <p>(ii) Company: Apple Inc. – inclusion and diversity related</p> <p>Meeting date: 4 March 2022</p> <p>Summary of the resolution: Diversity, equity and inclusion – Labour issues – Discrimination; Report on Concealment Clauses</p> <p>Management recommended shareholders vote AGAINST this item.</p> <p>How the manager voted: Acadian voted FOR the management resolution above, going against the Apple Inc. management recommendation</p> <p>Rationale for why it was “significant”: More information on the impact that the company's standard arbitration provision has on Apple's employees may bring information to light that could result in improved recruitment, development and retention and could help the company prepare for pending federal legislation on the matter.</p> <p>Outcome: The resolution was not passed, despite Acadian voting for the proposal.</p>	
<p>Manager: LSV Asset Management</p> <p>(i) Company: Johnson & Johnson – health/safety related</p> <p>Meeting date: 28 April 2022</p> <p>Summary of the resolution: Shareholder Proposal Regarding Discontinuation of Talc-based Baby Powder</p> <p>Management recommended shareholders vote AGAINST this item.</p> <p>How the manager voted: LSV voted to abstain FOR the management resolution above, going against the Johnson & Johnson management recommendation.</p> <p>Rationale for why it was “significant”: Adoption could mitigate legal and reputational risks.</p> <p>Outcome: The resolution was not passed, despite LSV voting for the proposal.</p> <p>(ii) Company: Kroger Co. – labour rights</p> <p>Meeting date: 23 June 2022</p> <p>Summary of the resolution: Shareholder Proposal Regarding Report on Workforce Strategy</p> <p>How the manager voted: LSV voted FOR the management resolution above, going against the Kroger Co. management recommendation.</p> <p>Management recommended shareholders vote AGAINST this item.</p> <p>Rationale for why it was “significant”: The requested disclosure would provide shareholders assurance that employment practices are being monitored and managed appropriately.</p> <p>Outcome: The resolution was not passed, despite LSV voting for the resolution.</p>	<p>Held within the LSV Global Value Equity Fund</p>

Section 5: Summary and conclusions

The Trustee believes that the Plan's engagement policy as outlined in the SIP has been adhered to over the Plan year. Following monitoring of the Plan's investment managers over the year, and reviewing the voting information outlined in this statement, the Trustee is satisfied that managers are acting in the Plan members' best interest and are effective stewards of the Plan's assets. Additionally, we consider that all SIP policies and principles were adhered to over the Plan year.