

CONINCO 

Explorers in finance

Voting Right Policy

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Content

Purpose of the document	3
Introduction	4
Proxy Voting Procedure	4
Reporting	4
Conflicts of Interests	5
Record keeping	5
Policy Review	5

Purpose of the document

OBJECTIVES

- Define the policy in regards with voting rights policy of CONINCO Explorers in finance

OWNER / BACK UP

- Management Team

VERSION

2020

Introduction

In accordance with regulatory best practice, CONINCO Explorers in finance SA (the “Firm”) might vote proxies in the best interests of its clients. The Compliance Officer is responsible for ensuring adherence to this policy.

Proxy Voting Procedure

CONINCO Explorers in finance SA (“CONINCO”) has explicit and/or implicit authority to vote proxies on behalf of its Funds/clients/mandates. CONINCO has adopted a policy of voting such proxies in accordance with its best judgment concerning the economic long-term best interests of the client owning the securities.

The Investment Manager will be entitled to vote as proxy holder of the Fund/Clients’ assets and will exercise the voting rights consistently with the Fund/Mandate investment policies and objectives.

Voting proxies or not remains the sole responsibility of the investment manager. However, the Firm should document all information which was material to the voting decision.

CONINCO considers that a sustainable long-term performance should come along with an exemplary governance and strong corporate social responsibility.

The management team can use Pictet proxy voting platform to send its voting instructions, can vote by sending voting instructions by post or can vote directly at shareholder’s meetings.

The strategy for the exercise of voting rights should ensure that the exercise of voting rights is in accordance with the fund or client’s investment objectives and policies.

Reporting

The Investment Manager will report annually to the Management Company on its exercise of proxy voting rights.

Conflicts of Interests

When voting proxies, the Firm should avoid conflicts of interest between:

- CONINCO (the “Firm”), including its directors and employees, or any person directly or indirectly linked to them by control, and a client of the Firm;
- One client of the Firm and another client of the Firm;
- Its different activities (fund management vs. discretionary portfolio management business).

The Firm has put in place effective organizational and administrative procedures and controls to mitigate conflicts of interests, however when such arrangements are not sufficient to ensure with reasonable confidence that the risks of damage to the interests of a client will be prevented, the Firm will disclose the general nature and/or sources of conflicts of interest to the client before undertaking business for the client

Record keeping

The Compliance Officer will maintain the following records with respect to proxies:

1. A record of each proxy received (or a copy of the e-mail).
2. A record of each proxy executed and the reason behind the voting decision, if such decision was inconsistent with the general guidelines above.
3. A record of each proxy abstained and the reason behind the abstention.
4. All documents which were material to the voting decision, including documents which were created by the portfolio managers (e.g. spreadsheets).
5. Written requests from an investor for information on how the Firm voted proxies and its response to any request (oral or written) from the investor for such proxy voting information.
6. A written record of all disclosures, resolutions and determination of proxy vote arising from a conflict of interest.

The Compliance Officer will maintain such records for a period of five years.

Policy Review

The policy will be reviewed at least on an annual basis.

Policy updates will be subject to the approval of the Board of Directors of CONINCO Explorers in finance SA.