

Principles for Responsible Investment

Annual Report 2024





An investor initiative in partnership with UNEP Finance Initiative and UN Global Compact

The PRI Annual Report 2024 provides highlights of our work, from 1 April 2023 to 31 March 2024, that we believe have:

- delivered value to signatories;
- furthered our shared mission of a sustainable global financial system that rewards long-term, responsible investment and benefits the environment and society as a whole.

The report describes activities from across the organisation, the work of the PRI Board and contains our audited financial statements.

You can read more about the PRI on <u>our website</u>, and we'd love to hear your <u>feedback on any of our work</u>.



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WELCOME MESSAGE FROM PRI BOARD CHAIR, CONOR KEHOE AND CEO, DAVID ATKIN



CONOR KEHOE Board Chair



DAVID ATKIN CEO

In the nearly 20 years since the PRI was conceived, we've come an incredibly long way. The 20 investors that came together at Secretary-General Kofi Annan's invitation in early 2005 were the pioneers of our industry. Responsible investment then was a niche idea, and they could hardly have dreamed of its trajectory and impact in the decades that followed.

In this time, the PRI has grown from 20 to more than 5,000 global signatories, representing over half the world's institutional assets under management, and our collective success in promoting and maturing responsible investment is leading to tangible outcomes. Today we see the majority of global investments are committed to responsible investment, most investment managers have incorporated sustainability practices that significantly influence their operations and integration of ESG issues and sustainability reporting is now mandated or imminent in major economies around the world. But unsurprisingly, amidst all this momentum, the past year has seen our tailwinds shift to headwinds. And so, we are readying ourselves for the next phase of responsible investment. At the beginning of last year, we underwent an internal reorganisation of the PRI to respond to this changing world around us and to strengthen our management controls and operational efficiency.

We followed this with a <u>consultation</u> to deeply understand what responsible investment means to you, not only now but in the future, and to ensure we enable our signatories to best serve society and create sustainable outcomes that align with their fiduciary responsibilities.

Our previous strategy and operating model worked very well when our main purpose was to build the movement, recruit new signatories and instil responsible investment into organisations around the world. But this new era demands more. We need to continue recruiting and promoting responsible investment widely, as the material financial risks that investors are contending with aren't going away. We also need an organisation that can support investors' progression more deliberately and robustly, create action spaces to amplify the impact of collaboration and influence system change at both regional and global levels for sustainable economic development. And importantly, this must be done not only in mature regions, but extend into emerging and developing markets to strengthen responsible investment ecosystems across the globe.

We are in the process of redesigning our key offering through a new <u>Progression Pathways</u> programme, which we are co-designing with signatories. This will respond to the diversity of your needs. As part of this programme, we will right-size our Reporting and Assessment, ensuring we maintain the benefits of reporting while reducing signatory burden and better complementing the growing pool of data from other avenues of mandated reporting.



We are confident that our work over the past few years has set us up for success both in delivering our mission and supporting our signatories around the world.

However, we know that further challenges lay ahead for our industry – some present, some emerging and others yet unknown. This includes continuing to see climate change and the degradation of our natural environment as growing material risks, an increasing inequality of economic outcomes as well as social and political instability worldwide.

Responsible investors are feeling frustrated and fatigued, but our message to you is clear. There is reason for optimism if we pull together with our allies. Unified action, alliances and collaboration are our best response to these challenges. Together we are strong. We have recently begun to formalise how we work more closely with key organisations and stakeholders to improve collaboration and achieve our mission. And there is much more to come.

As this report highlights, throughout this shift we have also kept focus on delivering on our key programmes, and this has yielded many positive developments. To highlight just a few, we delivered the <u>2023 PRI reporting</u> cycle – with our highest-ever submission rate of 98% – reflecting the benefits of feedback, comparative assessment and validation of effort that is sought by so many of our signatories. We held a resoundingly successful edition of <u>PRI in Person inTokyo, Japan</u>, and <u>announced Toronto</u>, Canada as our location for this year's conference. We launched a wide range of new publications and initiatives, including Spring, a collaborative engagement that provides signatories the opportunity to address the material financial risks stemming from global nature loss. We continued our policy outreach in leading financial centres in Europe, Asia and the Americas in a phase of accelerating sustainable finance reform. And signatory AUM reached US\$128.4 trillion, highlighting the continued relevance of responsible investment on a global scale. Despite the PRI beginning to reach penetration of the sector in major global markets and a corresponding slowdown in growth of signatory numbers, it is positive that AUM represented has continued to increase.

As we reflect on our journey, we'd like to extend our sincere thanks to Martin Skancke, who served as PRI Board Chair from 2014 until December last year, and to the entire PRI Board and Executive for their tireless efforts in support of our mission. Above all, we thank you, our signatories. Whether through responding to consultations, completing PRI Reporting, attending events, engaging with our working groups or participating in investor initiatives, your support is the cornerstone of our work.

With the 20th anniversary of the PRI in sight, we are poised for an impactful – albeit challenging – year ahead. The building blocks for success are in place, and our strategic direction is clear. We look forward to collaborating with our signatories and stakeholders in a unified approach worldwide as we roll out our new organisational strategy, always informed by your feedback and in pursuit of our mission.

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To those finance institutions already shifting from fossil fuels to renewables, I have a special message of hope and encouragement: do not relent in the face of attacks on progress. You are doing the right thing. Keep going.

ANTÓNIO GUTERRES Secretary-General, United Nations

SIGNATORY PRACTICE TODAY





PRI Reporting ensures accountability, facilitates learning and development and generates insights on the responsible investment market. The charts below offer a snapshot of PRI signatories' 2023 reported data, outlining a global picture showing that investors are continuing to progress their responsible investment practices.

Responsible investment policies are becoming more comprehensive (figure 1). The vast majority of large asset owners are evaluating managers' incorporation of material ESG factors in the investment process (figure 3) and more than 90% of managers say that material ESG factors contribute to how they select individual assets (figures 5 and 6).

The prevalence of many more advanced practices is correlated with signatory size. For example, 82% of the largest signatories respond to policy consultations, against 22% of the smallest (figure 11); 73% of the largest have assessed the resilience of their investment strategies in different climate scenarios, compared to only 17% of the smallest (figure 7). Climate scenario analysis is also an area that sees action amongst asset owners outstripping investment managers, at 59% vs 34% (figure 9).

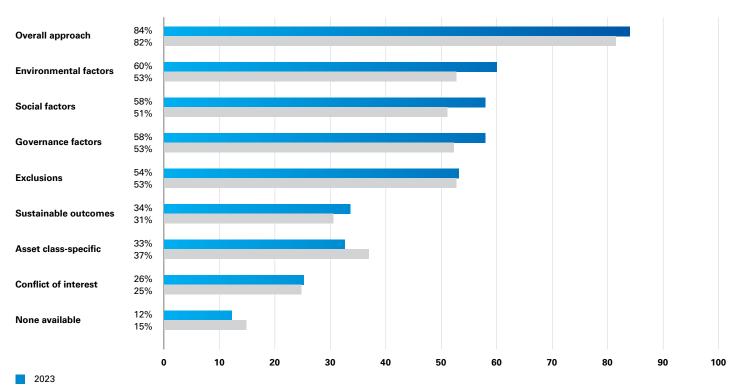
Attention to sustainability outcomes continues to grow, with 75% reporting that they identify sustainability outcomes associated with their investments (figure 10).

For more information on signatory practices, see <u>Global responsible</u> <u>investment trends: inside PRI</u> <u>reporting data</u> and the <u>PRI Data</u> <u>Portal.</u>¹

¹ The charts in this report are based on all data submitted during PRI Reporting 2023, whereas the Global responsible investment trends report and the PRI Data Portal only reflect data that signatories chose to reveal publicly, resulting in small variations in the totals displayed for some data points.



Figure 1. Signatories making responsible investment policy elements publicly available



2021

Figure 2. Signatories including responsible investment considerations in regular reporting to clients/beneficiaries

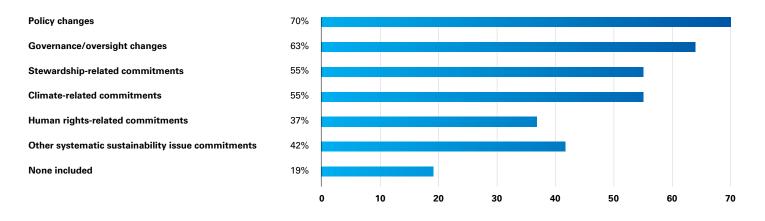


Figure 3. Signatories (that allocate capital externally) evaluating responsible investment aspects when selecting managers or allocating mandates

Responsible investment policy
Governance structure and senior-level oversight and accountability
Organisational commitment and experience
Staff competency and experience
Resourcing and incentives
Inclusion of ESG factors in contractual agreements
Incorporation of material ESG factors in the investment process
Incorporation of risks connected to systematic sustainability issues in the investment process
Incorporation of material ESG factors and ESG risks connected to systematic sustainability issues in portfolio risk assessment
ESG disclosure in regular client reporting
 < 1 1 - 9.99 None evaluated 10 - 49.99 50 - 249.99 250+

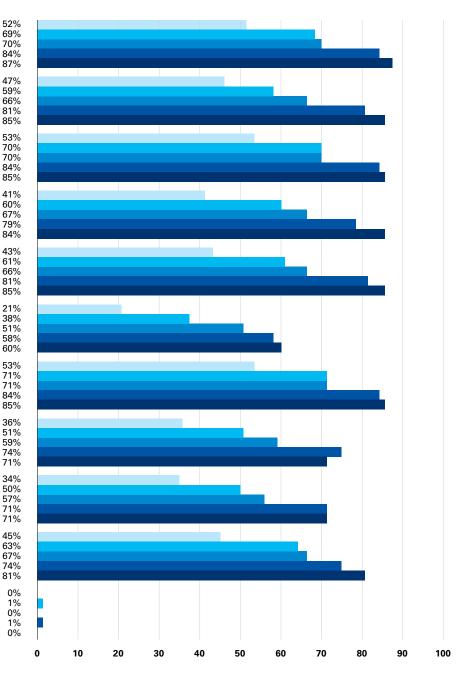


Figure 4. Signatories (that allocate capital externally) monitoring managers' proxy voting practices

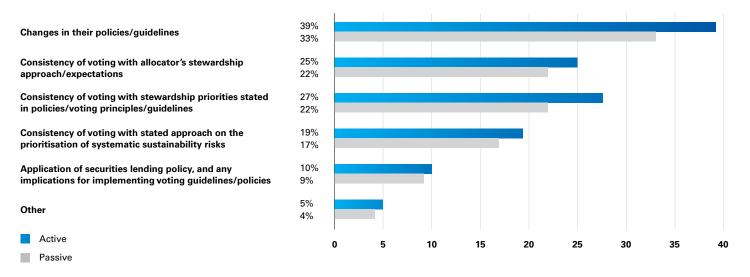
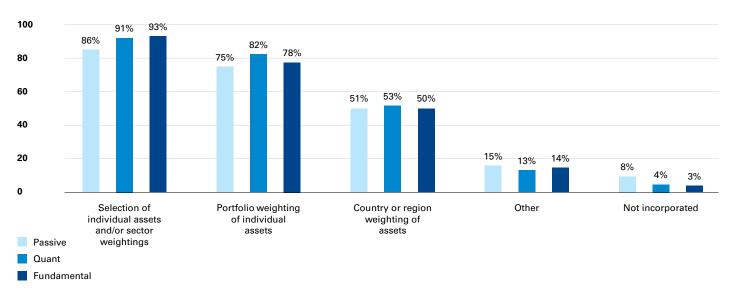


Figure 5. Signatories incorporating material ESG factors into listed equity security selection, portfolio construction and/or benchmark selection



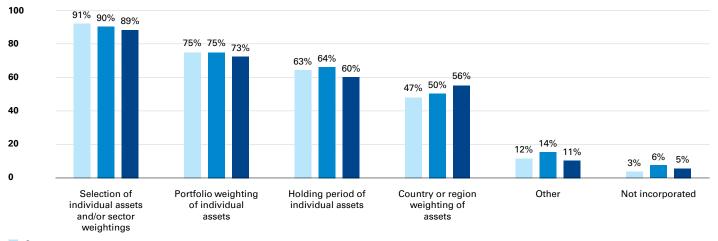


Figure 6. Signatories incorporating material ESG factors into fixed income security selection, portfolio construction and/or benchmark

Corporate

Securitised

Sovereign, sub-sovereign, agency

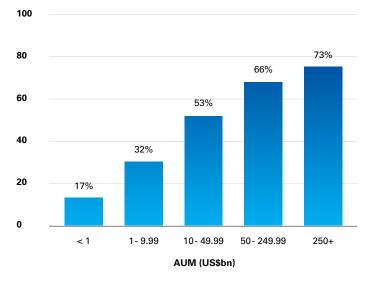


Figure 7. Signatories assessing investment strategies' resilience in different climate scenarios

Figure 9. Signatories assessing the resilience of their investment strategies in different climate scenarios

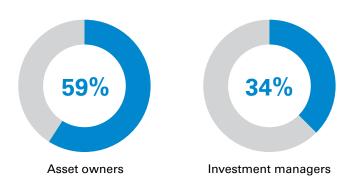


Figure 8. Signatories taking action on the UN Guiding Principles

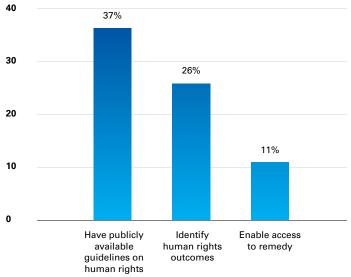


Figure 10. Signatories identifying sustainability outcomes connected to investment activities

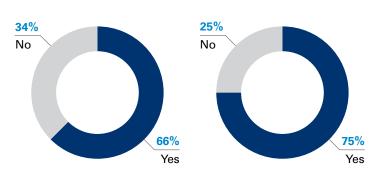
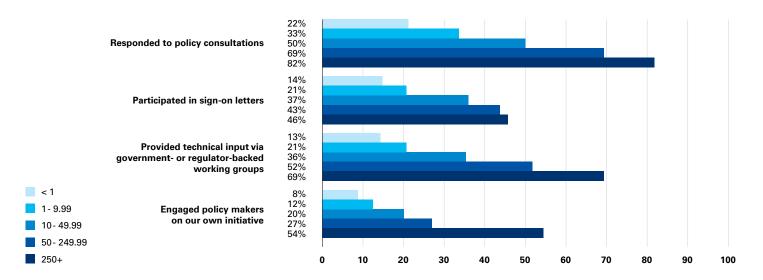


Figure 11. Signatories engaging with policy makers on responsible investment



EXECUTIVE TEAM



DAVID ATKIN Chief Executive Officer

David was appointed CEO of the Principles for Responsible Investment in December 2021. He is responsible for the PRI's global operations.



CAMBRIA ALLEN-RATZLAFF Chief Responsible Investment Ecosystems Officer

Since joining the PRI in February 2024, Cambria has provided leadership and oversight of the responsible investment ecosystems in the Americas and APAC regions, ensuring the PRI can continue to deliver value to signatories in these regions.



ROSE EASTON Chief Responsible Investment Ecosystems Officer

Rose joined the PRI in 2021 as a Regional Director in the Signatory Relations team. She now leads the Responsible Investment Ecosystems team across UK, Europe, India, Middle East and Africa with responsibility for our work across emerging markets and developing economies.



KATE WEBBER Chief Responsible Investment Solutions Officer

Kate joined the PRI in August 2024, with responsibility for identifying the needs of investors and developing useful solutions that will enable them progress their responsible investment practices.



TAMSIN BALLARD Chief Initiatives Officer

Tamsin joined the PRI in 2022 as Director of Climate and Environment, before taking on responsibility for leading the Investor Initiatives and Collaboration team.



NATHAN FABIAN Chief Sustainable Systems Officer

Nathan took on the role of Chief Sustainable Systems Officer after serving as Chief Responsible Investment Officer and joining the PRI in 2015 as Director of Policy.



ESTHERTEEKEN Chief Operating Officer

Esther was appointed Chief Operating Officer of the PRI in 2022, partnering closely with the CEO and the Executive Team to develop and implement operational and cross-organisational aspects of the multi-year strategy.



LIAN HILLIER Chief People and Culture Officer

Lian has worked for the PRI since 2016. She is responsible for driving the PRI's people and culture strategy and overseeing people and culture practices across the organisation's global offices.

DEPARTING EXECUTIVE TEAM MEMBERS

In the last twelve months, one member of the executive team left their role. Cathrine Armour joined the PRI as Chief Reporting Officer in August 2022, before taking on a broader role as Chief Responsible Investment Solutions Officer (including reporting) in 2023. We sincerely thank Cathrine for her service to the PRI.

RESPONSIBLE INVESTMENT ECOSYSTEMS

Developing regional responsible investment ecosystems that support local priorities and enable effective engagement – including signatory progression, collaborating on regional initiatives, local policy engagement and signatory recruitment





For day-to-day support queries, signatories now have access to a central support system. This provides a consistent, enhanced experience for signatories worldwide on topics such as on-boarding, reporting and assessment and general administrative support. Team members based around the world provide local language support across time zones.

LOCAL COMMUNITIES OF PRACTICE

We bring together signatories and stakeholders from various sectors through communities of practice, within and across ecosystems. We connect organisations and platforms in each region, encouraging their pro-competitive interaction with the PRI and with each other, and partnering on local issues.

This year, many regional teams held office hours and clinics for signatories to discuss their challenges. These local sessions provide signatories with opportunities to get comprehensive answers, by combining technical responses from the PRI with practical insights from peers, while allowing us to build understanding of signatories' on-theground experiences. Our US team, for instance, held more than 40 meetings to discuss the implications of anti-ESG developments.

REGIONAL PUBLIC POLICY

Regionally focused policy work is an increasingly important part of our ecosystems approach, as local teams translate and apply global PRI policy priorities to seven key markets. Notable examples this year include:



AUSTRALIA

The PRI entered a formal memorandum of understanding with the <u>Australian Council</u> of <u>Superannuation Investors</u> (ACSI), the <u>Australian Sustainable Finance Institute</u> (ASFI), the <u>Investor Group on Climate Change</u> (IGCC) and the <u>Responsible Investment Association</u> <u>Australasia</u> (RIAA) on sustainable finance and responsible investment policy. This will enhance our joint efforts to support the country to keep pace with industry expectations and global developments.



CANADA

Our response to the Canadian Association of Pension Supervisory Authorities (CAPSA) consultation on its revised draft Guideline for pension risk management built on the work of our Legal Framework for Impact programme. We recommended that pension fund administrators be advised on when they can set, pursue and report progress against portfolio-level sustainability goals relevant to achieving their financial objectives, in alignment with the fund's investment beliefs.



CHINA

China's three major exchanges released sustainability reporting guidelines for listed companies in China, that align with international frameworks. We responded to the consultation for the standards, recommending to further align with ISSB standards to ensure effective global alignment on disclosures of sustainability-related issues.

Based on market research and interviews with some of the largest asset owners and industry associations, our policy briefing <u>Asset</u>. <u>owners, ESG and carbon neutrality in China</u> highlights key market trends and practices and identifies major challenges and barriers for future developments. It recommends areas of potential policy reform to support Chinese asset owners' responsible investment activities.



EUROPEAN UNION

Europe is a leading centre for sustainable finance reform globally, but improvements to investor reporting and real economy policies are still needed. We have engaged widely, through the EU Platform on Sustainable Finance and directly with EU processes on how the EU can accelerate private investment for the economic transition. This requires welltailored policy action to fine-tune and improve the usability and coherence of the existing sustainable finance framework, build on it where necessary, and develop and strengthen the links with broader EU Green Deal policies.



JAPAN

Our <u>Delivering net zero in Japan</u> briefing presents recommendations for policy makers to clarify legislation and provide investors with the information needed to navigate the risks, seize the opportunities and support Japan's objective to decarbonise its energy sector and deliver a net zero economy by 2050.



UK

We convened a workshop between the Financial Conduct Authority (FCA) and PRI signatories to discuss the FCA's proposed guidance on the anti-greenwashing rule. This informed our consultation <u>response</u>, providing recommendations including ensuring coherence with global regulatory approaches, harmonising terminology and supporting stewardship practices. The final <u>guidance</u> on the anti-greenwashing rule



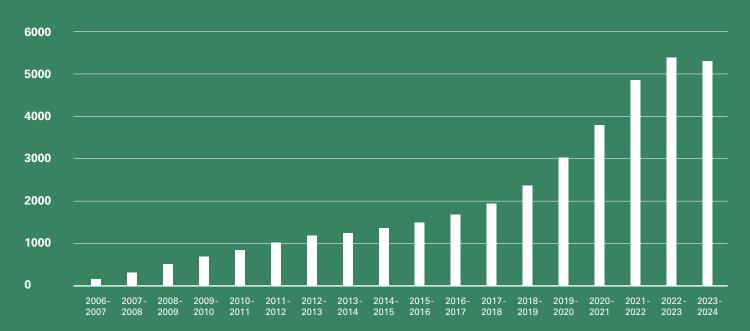
Our policy briefing <u>118th Congress: analysis of</u> proposed legislation in the financial services sector summarises and analyses legislative proposals that would impact responsible investment practices in the United States. It takes into consideration FCA-clarified elements of the guidance to PRI signatories as well as investor feedback. It is part of our broader effort to remain actively engaged in the US, working with legislators, regulators, allied organisations and signatories to progress towards a more sustainable financial system.

GLOBAL SIGNATORY BASE UPDATE

With signatory recruitment reaching saturation point in some of the most developed responsible investment markets, global signatory numbers are levelling off after several years of rapid growth. There were 5,345 signatories (4,827 investors and 518 service providers) to the <u>Principles</u> at 31 March 2024 (0.83% below 31 March 2023).

Total signatory AUM remains strong at US\$128.4 trillion (up from US\$121.3 trillion at the end of the previous PRI Reporting period, in March 2021).

Figure 12. Total signatories, by financial year





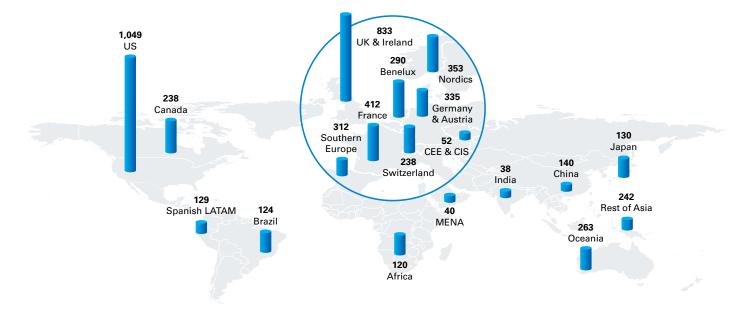


Figure 13. Total signatories, by region (31 March 2024)

Since the PRI's founding in 2006, we have focused primarily on developed markets – in most of which we have reached a high penetration level. We now have an opportunity, driven by the rising priority of sustainability in markets such as China, South East Asia, Africa, Latin America, Central and Eastern Europe and the Middle East, to have a significant impact on our mission to catalyse sustainable development on a global scale. By bringing our policy, guidance and convening expertise, we can play a pivotal role in shaping responsible investment practice in these markets.

An additional 33 asset owners became PRI signatories, raising the total to 736. This reflects a slowing in growth, consistent with the strong penetration we've already achieved in major markets.

384 new signatories

We were delighted to welcome **384 new signatories** in 2023/24. For a complete list of signatories, including by join date, see the <u>signatory directory</u>.

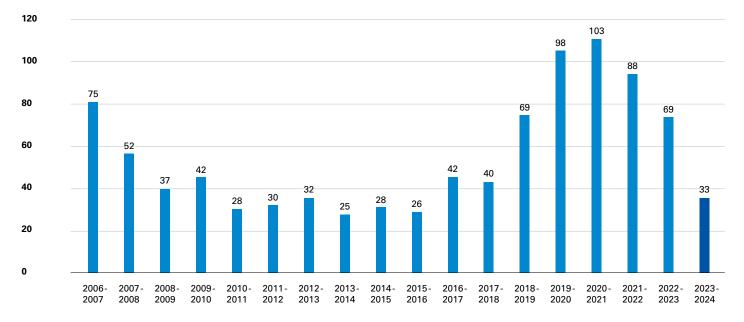
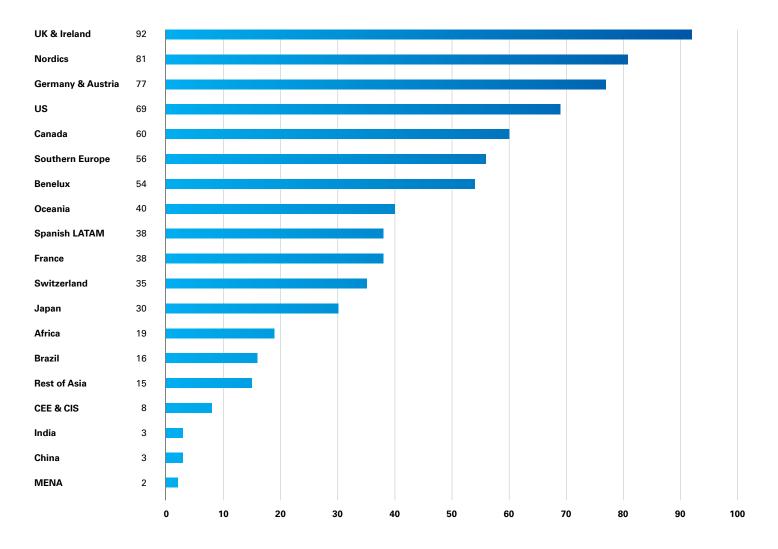


Figure 14. Number of asset owners that signed up to the PRI in each year. (The cumulative total will be lower due to delistings)

Figure 15. Asset owner signatories by region



DELISTED SIGNATORIES

We saw 435 organisations removed from the signatory list this year (269 in 2022/23). At 8.1%, this makes 2023/24 an above average year for delistings (vs 6.2% average since 2009), but remains within the typical historic range of between 4% and 10%.

A delisting does not always signify an organisation choosing to leave the PRI; delistings also arise from situations such as two signatories merging, a group containing multiple signatories becoming a signatory at the parent level instead or an organisation ceasing to operate. Particularly in developed markets, our regional teams' focus has been shifting even more towards supporting existing signatories, by connecting them with the PRI services – the data, tools and opportunities to connect with peers – that are relevant to them. In both developed and developing responsible investment markets, <u>Progression Pathways</u> will become a key framework for how we support signatories to progress their responsible investment practices in line with their responsible investment objectives.

RESPONSIBLE INVESTMENT SOLUTIONS

Providing practical products and services for signatories to progress their responsible investment practice – including reporting and assessment, accountability, guidance and investor education



REPORTING AND ASSESMENT

Delivering a reporting approach that aligns with signatories' needs and promotes global responsible investment practices.

Over the last 12 months, we successfully completed 2023 reporting and signalled how it would evolve and become more closely aligned with progression in the future. We also made incremental improvements to the 2024 Reporting Framework while maintaining overall stability for signatories.

2023 REPORTING: AN IMPROVED SIGNATORY **EXPERIENCE**

The 2023 reporting window closed on 20 September 2023, with more than 3,700 signatory submissions -2,631 mandatory and 1,091 voluntary. This translates to a 98% submission rate among mandatory signatories, an improved result on previous years, which average ~90%.

Global responsible investment trends: inside PRI reporting

data analysed the 2023 reporting data, charting the development of responsible investment practices globally, sharing progress and nascent practices from the 2,859 investor signatories that reported publicly.

34K Data Portal visits as Transparency Reports and Assessment Reports were released

Since the previous PRI reporting in 2021²:

- Responsible investment policies have become more comprehensive, covering more topics in greater detail. The most notable change is the increased coverage of social issues.
- Identifying sustainability outcomes connected to investment activities has become more widespread.
- Asset owners are becoming more engaged, with greater numbers engaging with managers and following an escalation process.
- Biodiversity and net zero are now both referred to more regularly within senior leadership statements.

THE FUTURE: PROGRESSION THROUGH FLEXIBLE REPORTING

The feedback received during our PRI in a Changing World consultation indicated that there has been significant changes in the investment reporting landscape in recent years. Signatories in some jurisdictions face an increased burden from multiple reporting frameworks, while those in less mature ecosystems remain reliant on PRI reporting as a core service. The needs and challenges of our signatories have changed too, with an ever-greater diversity of responsible investment objectives among signatories.

As a result, in 2024, we introduced more flexibility to reporting, including making reporting voluntary for signatories that reported publicly in 2023 and met the minimum requirements. We also introduced enhancements including pre-filling, stable content and assessment methodology, net-zero integration and platform improvements.

As we progress our signatory-centric approach, we will align the future of reporting with our parallel work on developing Progression Pathways.

MINIMUM REQUIREMENTS AND ACCOUNTABILITY

We have a set of minimum requirements that investor signatories must meet to retain their membership status. These requirements enable signatories to demonstrate their commitment and help us to identify and support those investment managers and asset owners that need to improve their responsible investment practices. When signatories do not meet the minimum requirements, they enter an engagement period through which we support them to progress; they get delisted if they still do not meet the requirements at the end of that period.

During the 2023 reporting cycle, we identified 92 mandatory reporters that did not meet the minimum requirements. Between October 2023 and March 2024, 78 of these signatories engaged with us. Additionally, 96 signatories that were still in their reporting grace period but chose to report voluntarily were informed that their submissions would not have met the minimum requirements, giving them early notice of the need to improve before their first year of mandatory reporting.

For some signatories, 2023 marked the end of their engagement period. Of the 60 organisations that didn't meet the minimum requirements for the first time in 2020, 58 went on to do so between 2021 and 2023, demonstrating the value of the minimum requirements and tailored engagement with those falling below them as a mechanism to improve responsible investment performance.

We delisted two organisations that still did not meet the minimum requirements after two reporting cycles of engagement.

PRI Reporting did not take place in 2022.



GUIDANCE

Supplying the resources and practical support for signatories to advance their practices

DEVELOPING AND UPDATING A RESPONSIBLE INVESTMENT POLICY

Figure 16



Supporting signatories to meet the minimum requirement of having a responsible investment policy, we published updated guidance on <u>developing and updating a responsible investment policy</u>. The technical guide for asset owners and investment managers highlights what investors should consider before writing or updating a policy, what they could include and what reporting, monitoring and reviewing a policy might look like in practice. A strong responsible investment policy can help signatories improve everything from asset allocation, investment decisions, stewardship and reporting, to ensuring consistency and longevity.

Figure 17. Asset owner responsible investment policy examples

NORTH AMERICA

- California State Teachers' Retirement System
- OPTrust
- <u>Ontario Teachers' Pension</u>
 <u>Plan</u>
- <u>University of Toronto Asset</u>
 <u>Management</u>
- <u>California Public Employees</u>
 <u>Retirement Service</u>
- Los Angeles County Employees Retirement Association

EUROPE

- <u>P+</u>
- <u>AP4</u>
- PGB Pensioendiensten
- <u>Greater Manchester Pension</u>
 <u>Fund</u>
- Brunel Pension Partnership
- <u>National Employment</u>
 <u>SavingsTrust</u>
- <u>Church of England Pensions</u>
 <u>Board</u>
- <u>Swiss Re</u>
- London CIV



- <u>Dai-ichi Life Insurance</u>
 <u>Company</u>
 - <u>GPIF</u>

- Sumitomo Life
- Korea Investment Corporation

LATIN AMERICA

- BNDESPAR
- <u>Previ</u>
- Grupo Sura

AFRICA

- <u>Government Employees</u>
 <u>Pension Fund of South</u>
 <u>Africa</u>
- Old Mutual
- <u>Eskom Pension &</u> <u>Provident</u>

OCEANIA

- <u>CBUS Superannuation Fund</u>
- <u>Commonwealth</u>
 <u>Superannuation Corporation</u>
- <u>Vision Super</u>
- New Zealand Super Fund
- Telstra Super
- Suncorp Group



NATURE AND BIODIVERSITY

Based on interviews with 38 signatories and supported by the PRI Nature Reference Group, we published a technical guide to help asset owners and investment managers develop a biodiversity policy and a resource hub for investing in nature. These were in alignment with developments including the Kunming-Montreal Global Biodiversity Framework adopted in late 2022, the introduction of the Taskforce on Nature-related Financial Disclosures (TNFD) and the increasing need to prioritise green and sustainable infrastructure initiatives. An introductory guide on biodiversity helps asset owners new to the topic to get started.

We showcased two case studies from <u>Green Century</u> and <u>AXA</u> <u>Investment Managers</u> emphasising nature-related engagement and financing natural capital restoration. Green Century highlights its efforts to drive corporate biodiversity improvements through active investor engagement. AXA Investment Managers illustrates its commitment to funding projects aimed at restoring and protecting natural capital, emphasising biodiversity's role in sustainable investment. Both case studies demonstrate how investor actions can align financial objectives with environmental sustainability, highlighting effective strategies for enhancing biodiversity and conserving natural resources.

NET ZERO INSIGHTS FROM EQUITY INVESTORS

After a series of workshops for 40 investment managers and asset owners belonging to the Net-Zero Listed Equity Practitioners Group, we published a summary of key themes from <u>11 case studies</u> and four workshops.

The case studies explain how investors set portfolio targets, how they measure alignment with targets and decarbonisation pathways, how they use the levers available to them to bring portfolios into alignment and which metrics and methodologies they use and why, providing hypothetical as well as real world examples. See more examples of guidance on specific environmental, social and governance issues under ESG issues.

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To ensure our key senior colleagues understood and committed to our responsible investment standards and benchmarks, we considered several training providers. We chose PRI Academy, as their relevant, real-life examples enabled our people to understand the direct relationship between the content being taught, their day-to day work, and the practical steps they could take to meet our ESG and responsible investment commitments.

Since the training, learner feedback has been very positive and I've seen increased responsiveness to requests for ESG-related information and data, as well as an eagerness to learn and do more about responsible investment and working practices.

Paul Woods

Director of ESG and Sustainability, AGG Capital Management

PRI ACADEMY

Training investment professionals on how ESG issues affect investment decision-making

A growing realisation that ESG expertise needs to extend beyond dedicated, specialist teams has seen more organisations looking to train all investment employees to be adept at responsible investment practices. To cater to this demand, we have prioritised product evolution, technology enhancements and new offerings for signatories worldwide.

Our new learning management system enables more rapid updates to courses and learner pathways, allowing us to be more responsive to signatories' evolving needs, and offers learners a modern, easy-to-navigate environment and an integrated shopfront to access new courses.

These investments have been made during a period of finance industry-wide restructures, head-count reductions and budget constraints presenting challenges across the responsible investment training environment, and which saw a dip in PRI Academy revenue to £1.3m (from £1.8m in 2022/23). While tighter learning and development budgets have created pressure on average price per enrolments, we are encouraged to see overall interest remaining high, with enrolments themselves up on last year at 4,520 (4,400 in 2022/23).

To capture the latest PRI content and address emergent issues such as the anti-ESG sentiment, we redesigned the PRI Academy's popular <u>Understanding ESG</u> and <u>Applied</u> <u>RI</u> courses to benefit from the latest PRI content, industry insight and a modern and engaging style.

Our new blended learning product <u>Responsible Investment</u> <u>in Practice</u> combines in-person and virtual classroom teaching with self-paced e-learning. Markets Malaysia and the Institutional Investors Council Malaysia (IIC) were early adopters, signing up to train 150 investment professionals.



85%

of learners rate PRI Academy courses as good or excellent.

87% reported an enhanced understanding

of ESG issues

81%

felt more confident in communicating about ESG matters

BUILDING ON PRI IN PERSON, TOKYO

To support the legacy of PRI in Person 2023 in Tokyo and help turn commitment into action, we developed new Japanese versions of our three biggest selling courses – Understanding ESG, Applied RI and ESG in alternative investment – extending our reach to a new market with high demand for ESG capacity-building tools.



67%

acquired new practical skills related to ESG

INVESTOR INITIATIVES AND COLLABORATION

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Providing signatories and stakeholders with opportunities to work together, solve problems and establish best practice – including through PRI-led and supported collaborative stewardship, target setting and peer learning investor initiatives and the PRI Collaboration Platform Nearly 1,000 signatories participated in investor initiatives led or supported by the PRI (with many of those participating in more than one). These include net zero alliances and collaborative stewardship initiatives such as Climate Action 100+, Spring for nature, and Advance addressing human rights and social issues.

Despite political headwinds in some markets, we have seen continued strong demand from investors to realise the benefits of initiative membership. Doing so strengthens their responsible investment practices and thereby preserves and creates long-term value for their clients and beneficiaries, in line with their fiduciary duties.

Investors are independent fiduciaries responsible for their own investment and voting decisions and must always act independently in setting strategies, policies and practices, in keeping with all applicable laws, including their fiduciary and/or investor duties. Each individual signatory makes their own independent decision regarding ongoing participation in PRI-led or supported initiatives.

COLLABORATIVE ENGAGEMENTS

CLIMATE ACTION 100+

Promoting essential climate action among the world's major corporate greenhouse gas emitters

Climate Action 100+ is an investor-led initiative that seeks to mitigate financial risk and maximise the long-term value of assets by supporting collaborative engagement with the world's largest corporate greenhouse gas emitters. The initiative encourages them to take necessary action by utilising investor stewardship to address the risks engendered by climate change. Climate Action 100+ brings together about 700 investors in purposeful engagement with more than 160 companies worldwide.

This year, the initiative achieved several strategic milestones: the formal launch of its <u>second phase</u>, the third iteration of the Net Zero Company Benchmark and the publication of two net zero sector standards – one for <u>diversified mining</u> and another for <u>oil and gas</u>.

Following extensive investor consultation, the initiative unveiled an updated strategy that extends through 2030. Since unveiling the new strategy, Climate Action 100+ has made significant strides including <u>welcoming new investor</u> <u>members</u> to the steering committee, publishing lead investors for engagement with over 120 focus companies and outlining <u>thematic engagement priorities</u> by region for the upcoming year.

The <u>Net Zero Company Benchmark</u> received updates to ensure effective support for engagements with focus companies during this critical decade. In October 2023, Climate Action 100+ released <u>company assessments</u> based on Benchmark 2.0. More companies are disclosing details on their net zero transition plans and making steady progress on mediumand long-term target setting, although measurement of individual decarbonisation levers is lacking. It is positive to see that in the first year of climate solutions metrics being introduced, nearly a third of focus companies are disclosing how much they invested in climate solutions in the past year and 32% are specifying the value of capital expenditure they plan to allocate to climate solutions in the future. However, most focus companies are not moving fast enough to align with the Paris Agreement and reduce investor risk, necessitating progress on greenhouse gas reduction targets, capital expenditure, climate policy engagement, just transition and transition plans.

Over 2023/24, a small number of investors involved in Climate Action 100+ decided to leave the initiative. While we were disappointed to see them go, we are reassured to see Climate Action 100+ continue to have the backing and support from approximately 700 investors globally, as shown by the 70 new signatories that joined since the launch of phase two in July 2023. While the undue politicisation of the initiative's work remains a factor, Climate Action 100+ itself continues to work effectively to support investors managing real financial risks to their portfolios, and continues to see strong demands for participation and support from its existing member base around the world.

CA100+ focus companies

commit to net zero (75% in March 2022)

93%

have board committee oversight of climate risk (92% in March 2022)

explicitly align with TCFD recommendations (91% in March 2022)

SPRING

Empowering investors to reverse global biodiversity loss

Spring is a PRI-led initiative that provides an opportunity for signatories to address the financially material risks stemming from global nature loss. In doing so, we are also supporting the investment community's alignment with the <u>Kunming-Montreal Global Biodiversity Framework</u> agreed by more than 190 governments.

Spring released its <u>investor statement</u> at PRI in Person, Tokyo, outlining the initiative's objectives, company expectations and the urgency for investor action.

Spring will focus on forest loss and land degradation in key geographies in Latin America and South East Asia that face high risks of future deforestation. Engagement will also cover any direct and indirect (via trade associations) lobbying that may be preventing faster or stronger public policies on forest and nature loss.

Spring is targeting a geographically diverse mix of investors. Emerging market investor participants gain the opportunity to learn from the perspectives and practices of international investors with longer track records of engaging companies on deforestation; and global investor participants have access to peers that understand the local context in which the target companies operate.

In February 2024, based on an assessment of the regions targeted for impact, the policy processes in countries producing and consuming forest-risk commodities and which companies have the most influential voices, Spring released an initial batch of 40 target companies and opened investor applications.

128

investors representing US\$10 trillion endorsed Spring in its first three months

Strategic direction for Spring is informed by:



JOIN SPRING AS A PARTICIPANT OR AN ENDORSER

ADVANCE

Driving positive outcomes for workers, communities and society

Advance is a PRI-led initiative that enables investors to better protect and enhance investment returns through collaborative engagement that seeks to advance human rights and positive outcomes for people.

The initiative published its <u>assessment framework</u> this year, laying out how it will track progress against its objectives in three parts: monitoring investor efforts and activities, assessing the progress of engagement with focus companies and monitoring developments in sector-level engagement.

Investors are engaging with companies with the expectations that they:

- implement the United Nations Guiding Principles on Business and Human Rights (UNGPs)
- align their political engagement with responsibility to respect human rights;
- deepen their progress on the most severe human rights issues in operations and across value chains.



investors representing US\$35 trillion endorse Advance

115

investors are actively engaging with 23 metals and mining companies and 14 renewables companies

COLLABORATIVE SOVEREIGN ENGAGEMENT ON CLIMATE CHANGE

Supporting governments to mitigate climate change and limit global warming to 1.5°C

The PRI-led <u>Collaborative Sovereign Engagement on</u> <u>Climate Change</u> supports investors to manage risks and opportunities in their portfolios that relate to sovereign climate change performance.

The proof-of-concept pilot is helping signatories engage with Australian federal and state governments. Focus areas include the value of sovereign debt investments, the continued competitiveness of national economies and investee companies, and systemic risks through exposure to the global economy.

Investors are asking that sovereigns:

- close the gap between current action and a Parisaligned emissions reduction trajectory;
- establish a detailed, credible and economy-wide net zero transition plan with supporting policy mechanisms, budget expenditure and investment structures;
- enhance climate adaptation and resilience to avoid worsening disruptions and damages from physical risks;
- improve disclosure of sovereign exposure to climate risks and opportunities, consistent with international standards.

In 2023/24, investors held 17 engagement meetings with 26 entities across Australian national and state governments. Discussions covered emissions reduction targets, climate risk disclosures, sovereign green bond issuance and energy transition progress.

In October 2023, a one-off exploratory engagement also occurred with Japanese government authorities, focusing on sovereign transition bonds and the country's <u>green</u> transformation strategy.

25

investors from Asia, Australia, Europe and North America, representing US\$8 trillion, are now involved in the pilot.





NET ZERO INITIATIVES

Accelerating the decarbonisation of the economy

We lead or support four investment sector initiatives that see organisations commit to achieving net zero emissions and accelerating the transition.

NET-ZERO ASSET OWNER ALLIANCE

The PRI and the United Nations Environment Programme

Finance Initiative (UNEP FI) co-convene the <u>Net-Zero Asset</u> <u>Owner Alliance</u> (NZAOA) – a member-led initiative of asset owners committed to transitioning their investment portfolios to net-zero greenhouse gas emissions by 2050. NZAOA members were the finance industry's first to set intermediate targets, which include CO2 reduction ranges for 2025 and 2030. Its <u>third progress report</u>, released in October 2023, shows that:

- 69 members (with US\$8.4 trillion AUM) have set intermediate climate targets up from 44 members with US\$7.1 trillion AUM in 2022;
- US\$380.6 billion has been dedicated to investments in climate solutions in 2023 by NZAOA members;
- This is a distinct increase over the year in targeted collaborative engagements with investee companies and bilateral engagements with asset managers, alongside an increase of members setting relevant targets (see Figure 18).

89 ass

asset owners, representing US\$9.5 trillion

See a full list of publications from the <u>Net Zero Asset Owner Alliance</u>, including tools and guides on <u>proxy voting</u>, <u>policy engagement</u>, <u>engagement best practices</u> and <u>private markets</u>.

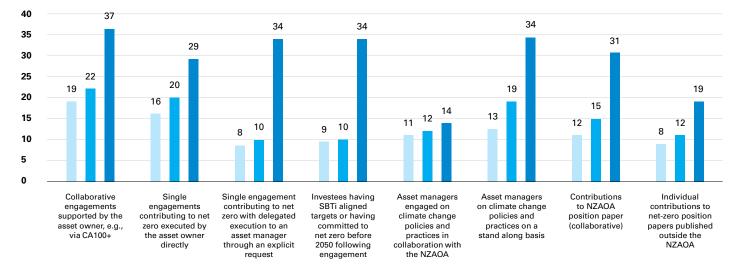


Figure 18. Number of members setting targets on engagement KPIs from May 2021 to May 2023

📕 May 2021 🗧 May 2022 📕 May 2023



NET ZERO ASSET MANAGERS INITIATIVE

The <u>Net Zero Asset Managers</u> initiative is an international group of asset managers committed to supporting net zero greenhouse gas emissions by 2050 or sooner, in line with global efforts to limit warming to 1.5 degrees Celsius, in order to mitigate financial risk and to maximise longterm value of assets. This commitment is consistent with their fiduciary duty to clients and beneficiaries and aims to promote investing aligned with net zero emissions by 2050 or sooner.

As a founding partner, serving as the secretariat chair for one year from October 2023, the PRI works closely with five other investor networks to provide the secretariat functions for NZAM. Together with the network partners, we support signatories with the tools, methodological guidance and resources to operationalise and improve upon member targets and facilitate peer learning and resources to support members in implementing their commitments and play their part in contributing to net zero transition. The approaches by members to date show that asset managers are working to safeguard the portfolios of their clients against upcoming tipping points prioritising real-economy decarbonisation across all sectors of the economy, in line with their risk management and sustainability goals.

NET ZERO FINANCIAL SERVICE PROVIDERS ALLIANCE

With its secretariat convened by the PRI and the Sustainable Stock Exchanges (SSE), a UN Partnership Programme, the <u>Net Zero Financial Service Providers Alliance</u> consists of four groups: stock exchanges, research and data providers, index providers and auditors. These groups are committed to raising the urgency of net zero alignment and integrating it into services and products for capital market participants.

Additional stock exchanges joining has brought total membership to 28. Each group has developed a voluntary, non-prescriptive framework for setting net zero targets.

NET ZERO INVESTMENT CONSULTANTS INITIATIVE

The Net Zero Investment Consultants Initiative (NZICI) has 11 members. Initial sustainability reports were aggregated into NZICI's first progress report released in December 2023. Strong themes were commitments to innovation and joint efforts that develop and deepen work on net zero, with a clear commitment to translate ambition into practical tools and approaches. Members made progress developing and delivering internal training and capacity-building, tools to inform clients of progress on decarbonisation and improved environmental performance in their own operations. NZICI members also started developing principles for manager assessment.

315 signatories, representing US\$57 trillion

ASSESSING SOVEREIGN CLIMATE-RELATED OPPORTUNITIES AND RISKS (ASCOR)

Examining sovereign exposure to climate risk

ASCOR is an investor-led project launched in 2021 to produce an independent, free and publicly accessible tool assessing sovereign bonds on climate considerations. The release of the <u>tool</u> in December 2023, along with its <u>methodology</u>, concluded a two-year phase of research and consultation.

The PRI sits on the ASCOR steering committee and supports its work and operations, along with major asset owners and investment managers, as well as other investor networks such as Ceres and the Institutional Investors Group on Climate Change, and our academic partner, the TPI Centre.

INITIATIVE CLIMAT INTERNATIONAL (ICI)

iCl – a PRI-supported practitioner-led community aiming to better understand and manage climate change risks – has produced new resources including the <u>Private Markets</u> <u>Decarbonisation Roadmap</u>, a <u>Guide for greenhouse gas</u> <u>accounting in the software sector</u> and a <u>Guide for carbon</u> <u>footprint measurement for companies and their lenders</u>.

As a supporter of iCl, organisations:

- join a formally endorsed, global initiative to assess and limit private markets' exposure to climate change risk;
- gain access to proven materials, leveraging practitioner experience;
- benefit from peer-to-peer learning and collaboration.

The PRI sits on the steering committee for iCl and supports its work and operations, including through hosting the group's information and resources on the <u>PRI</u> <u>Collaboration Platform</u>.



countries assessed, building towards a target of 70.



iCl consists of **nearly 280 private markets investors**, including general partners and limited partners, representing **US\$4.3 trillion**

THE GLOBAL INVESTOR COMMISSION ON MINING 2030

The Global Investor Commission on Mining 2030 is an investor-led initiative seeking to define a vision for a socially and environmentally responsible mining sector by 2030. The PRI is on its steering committee and supports its work along with asset owners and investment managers and networks such as ACSI and UNEP.

Its membership is from diverse geographies and stakeholder groups including community representatives, civil society, non-governmental organisations, academia, trade unions, law firms, investors and mining companies. The commission's aim is to build a consensus on the role of finance in realising its vision and to develop a practical implementation plan.

20%

increase in visits to the PRI Collaboration Platform

37.5%

increase in new users



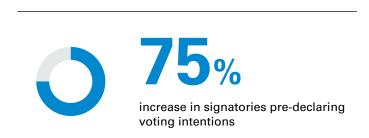
THE PRI COLLABORATION PLATFORM

A unique forum allowing investors to collaborate, pool resources and share information – enhancing their influence on ESG issues

The <u>PRI Collaboration Platform</u> saw 119 collaborations this year, up from 99 last year. Our <u>policy collaboration</u> – launched in February 2024 to keep signatories, academics and partner organisations up-to-date on the PRI's policy work – has more than 85 members and is open to more <u>membership</u>.

A focus on proxy season support led to increased use of the <u>Resolution Database</u> and a significant rise in the number of investors adopting it to pre-declare voting intention. The <u>pre-proxy season webinar</u> continued and the editions in July 2023 and February 2024 were accompanied by blog posts on how <u>investor</u> <u>proxy votes increasingly challenge corporates</u> and the <u>opportunities for leading stewards</u>. As part of our regional offering, we held sessions in Oceania and the rest of Asia where the PRI and signatories shared industry collaboration opportunities; we will progress into additional regions next year.

We trialled quarterly drop-in sessions to enhance signatory engagement across different time zones. These sessions will continue to explore different formats to better engage signatories, address their queries and learn more about the platform to maximise its use.



SUSTAINABLE SYSTEMS

Delivering thought leadership to drive system change and guide the signatory offering – including ESG issues expertise, progression pathways and global policy engagement



SUSTAINABLE FINANCIAL SYSTEM

Working with stakeholders to shape a system that supports sustainable economic development

CORPORATE SUSTAINABILITY REPORTING

We have worked with our signatories to ensure investor data needs are considered in standard-setting developments on corporate sustainability reporting, including the IFRS Foundation's International Sustainability Standards Board (ISSB) and European Sustainability Reporting Standards (ESRS). This includes consultation responses, public statements and direct institutional engagement through IFRS Foundation reference and advisory groups.

We have also collaborated with signatories to provide recommendations to jurisdictions considering the adoption of ISSB standards through <u>consultation responses and</u> <u>public statements</u>.

As a partner in the IFRS Foundation's <u>Partnership</u> <u>framework for capacity building</u>, we have helped signatories understand international standard-setting developments through <u>summaries</u>, <u>webinars</u> and educational sessions connecting signatories in Latin America, Africa and Asia with ISSB representatives.

INVESTOR DATA NEEDS

To inform our engagement on corporate sustainability reporting, we developed our <u>Investor Data Needs</u> <u>Framework</u>, a high-level structure to identify decisionuseful corporate sustainability data for investors across our diverse signatory base. Developed in <u>consultation</u> with signatories – and corporate standard setters and industry bodies – we are now refining the framework and exploring how to apply it to issues such as nature and human rights.

STEWARDSHIP

Establishing a framework for ambitious stewardship, to benefit beneficiaries and enhance the financial system's sustainability and resilience

Key topics in our <u>Active Ownership 2.0</u> programme this year included:

- Resourcing: We appointed the <u>Thinking Ahead</u> <u>Institute</u> (TAI) to report on the level and adequacy of stewardship resources within the industry – informed by a joint TAI/PRI <u>working group</u> and <u>global industry</u> <u>survey</u>.
- Evaluating managers: We developed a tool to evaluate and compare investment managers' <u>stewardship</u> <u>practices around sustainability outcomes</u>, and a due diligence questionnaire (DDQ) for use in discussions. Both are also useful for investment managers' selfassessment.
- Board accountability: Our analysis of the <u>outcomes</u> of majority-supported shareholder resolutions has kicked off a wider programme of work on holding boards accountable for effective stewardship and good corporate governance.

ACADEMIC RESEARCH

Fostering innovative responsible investment research, showcasing findings for investors and convening a vibrant investor-academic community

Our <u>research programme</u> supports and develops innovative responsible investment research, showcases research findings for an investor audience and convenes a vibrant, global community of over 12,000 academics and investors through the Academic Network.

The <u>Reynolds & Gifford PRI Grant</u> is a new agendasetting initiative examining how responsible investment can contribute to a sustainable financial system, and to equitable transitions in the global north and south. A grant of £300,000 over five years will be awarded to a consortium of academics to support new research, PhD students from under-represented groups and to encourage dialogue and knowledge exchange between scholars in the global north and south.

The <u>Academic Network Conference</u> was integrated into PRI in Person this year, enabling greater interaction between signatories and academics to learn from each other and engage with independent, high-quality academic evidence and insights, selected by the PRI.

Academic seminars throughout the year broadened the opportunity for thought leaders to present their work, investors to engage with research authors and junior scholars to convene with senior peers. Seminars this year covered:

- Why do investors vote against corporate directors?
- Voice through divestment
- Levelling up your green mojo: the benefits of beneficent investment
- On ESG investing: heterogeneous preferences, information and asset prices
- Do investors care about biodiversity?
- The eco gender gap in boardrooms
- Biodiversity finance
- Banking on carbon: corporate lending and gap-andtrade policy

Top articles from our <u>academic blog</u> – showcasing ESG and sustainable finance-related research in a user-friendly format – included: <u>Financing biodiversity through private</u> <u>capital investments</u>, <u>Climate regulatory risks have strong</u> <u>impacts on corporate bond pricing and credit ratings</u> and <u>Does biodiversity risk affect asset prices?</u>

PRI Award for Outstanding Research

Does paying passive managers to engage improve ESG performance? (Marco Becht, Université libre de Bruxelles; Julian Franks, London Business School; Hideaki Miyajima and Kazunori Suzuki, Waseda University)

Best Student Paper

What drives beliefs about climate risks? evidence from financial analysts (Matilde Faralli, Imperial College London)

BUILDING THE SUSTAINABLE INVESTMENT BANK OF THE FUTURE

With input from our signatories, we collaborated with UNEP FI under the <u>Investment Leadership Programme</u> (ILP) to produce <u>a foundational report</u> summarising the current state of sustainability in investment banking, highlighting industry best practices and advising on integrating sustainability into operations. Drawing on the Principles for Responsible Banking, it proposes eight recommendations to help investment banks incorporate sustainability into their services. While targeted at investment banks, the report is also valuable for financial market participants including PRI signatories, industry bodies, policy makers and regulators.



GLOBAL PUBLIC POLICY

Engaging with public policy to support our Principles and Mission

Our policy activities include researching and recommending reforms on policy globally. We aim to keep responsible investors informed and engaged, supporting effective, ambitious policy reforms.

We've engaged with multilateral stakeholders – including IOSCO, IAIS, OECD, World Bank and G7 – to ensure global policy alignment. Our reports <u>Reforming</u> the multilateral financial architecture and <u>The role of the G7 in driving the</u> <u>economic transition</u> underscore the urgent need for reform in the multilateral financial system and highlight the G7's crucial role in advancing the economic transition towards sustainability.

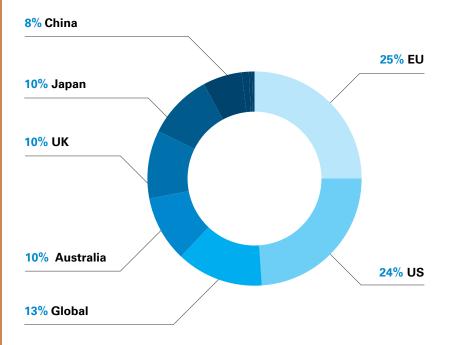
In March 2024, we launched a policy <u>collaboration</u> to raise awareness among signatories about global policy developments.

By signing the <u>financial sector statement</u>, coordinated by the PRI, UNEP FI and partners, 160 financial institutions called for an end to plastic pollution.

We actively engage with signatories to support their policy engagement, offering resources and platforms to keep them informed and involved.

Signatories can subscribe to the PRI <u>policy newsletter</u>, which covers a wide range of relevant policies and regulations, ongoing consultations, events and policy publications.

Figure 20. Policy output per country in 2023



Significant progress has been made on corporate and financial product disclosure obligations:

- ISSB standards have been adopted in four markets, with 13 others, including China, beginning the adoption process. (Read more about our role promoting the adoption of <u>ISSB standards</u> above).
- Positive developments continue in the US, despite the SEC climate disclosure pause, which was anticipated and does not detract from the approval of the final rules.
- Sustainability-oriented product disclosure obligations exist not only in the EU but also in the UK, Australia, Japan, France, and Argentina.
- Sustainable taxonomies are being developed in 40 regions, including Brazil, the EU, Indonesia, Singapore and the South Korea.

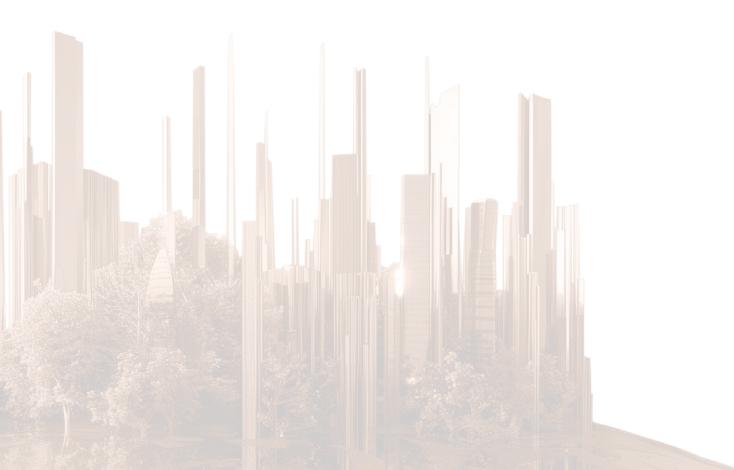
This year, we continued to update the <u>PRI Regulation</u> <u>Database</u>, which documents financial, corporate and real economy policies that support, encourage or require responsible investment practice. We use the database to compare policy reforms and inform our engagement with governments and regulators around the world. This most recent update focuses on the top 20 countries by PRI signatory count, G20 members and the European Union.

TASKFORCE ON NET ZERO POLICY

We accepted an invitation to act as secretariat to the <u>Taskforce on Net Zero Policy</u>, comprised of leading international agencies convened to advance net zeroaligned policies. Established at COP28, the group encourages the sharing of knowledge, practices and insights among policy makers and regulators. The taskforce furthers the aims of the High Level Expert Group on the Net Zero Emissions Commitments of Non-State Entities (HLEG) to develop stronger and clearer standards for net zero emissions pledges by non-state entities – including businesses, investors, cities, and regions – and to speed up their implementation.

COP28 POLICY BRIEFING

Our <u>COP28 policy briefing</u> presented key policy priorities and recommendations to support signatories and encouraged investors to engage with policy makers and parties to the United Nations Framework Convention on Climate Change (UNFCCC) on driving the recommendations forward. Core areas of focus include aligning financial policy with 1.5°C pathways, developing a whole-of-government approach to transitioning the real economy, connecting climate mitigation, adaptation and nature policy reforms and aligning the multilateral financial architecture with sustainability goals.





ESG ISSUES

Helping investors to understand the impact of specific environmental, social and governance issues, and incorporating sustainability in all our support for signatories

ENVIRONMENTAL ISSUES

We hosted <u>quarterly webinars</u> with the <u>Inevitable</u> <u>Policy Response</u> (IPR) climate forecasting consortium, offering investors insights into the latest climate policy developments. These sessions, some of which saw engagement from more than 500 people, featured expert presentations on topics such as nature and land use, US climate politics and the risk of exceeding 1.5°C of warming.

We ran a <u>five-part climate risk capacity building series</u> for signatories in Asia Pacific in which up to 200 signatories discussed topics such as climate risk management, climate scenarios, metrics and targets, net zero initiative and net zero transition planning.

At PRI in Person, <u>sessions</u> to support investor action on the climate crisis included a plenary on climate and nature, featuring an interview with IPCC Chair Professor Jim Skea. Breakout sessions covered net zero transition planning, the credibility of investor action towards 1.5°C pathways and managing physical climate risk through adaptation.

At COP28 in Dubai, a PRI delegation participated in numerous events and meetings to emphasise the need for an enabling policy environment and credible investor action. We co-hosted an <u>investor agenda side event</u> on accelerating climate action with UNEP FI, IIGCC, AIGCC, Ceres and CDP, and <u>the Sustainable Finance Forum</u> with UNEP FI and Climate Action. We also convened a roundtable for sovereign wealth funds to discuss the opportunities and challenges responsible investment presents for them. We launched the <u>PRI Nature Reference Group</u>, discussing integrating nature and biodiversity into decision-making processes, and the <u>PRI's Circular economy Reference</u> group, addressing the circular economy, focusing on plastic pollution and providing a forum for sharing developments, expertise and tools – each with more than 70 signatories.

We <u>responded</u> to the Taskforce on Nature-related Financial Disclosures (TNFD) consultation on its fourth beta framework iteration, strongly welcoming the TNFD disclosure recommendations and the supporting LEAP assessment approach.

With UNEP FI and the Finance for Biodiversity Foundation, we delivered four webinars in the *We need to talk about biodiversity* series on how investors have been <u>taking action</u> since COP15, <u>turning the tide</u> on plastic waste and pollution, <u>integrating climate and nature action</u> into the biodiversity-climate nexus and the <u>latest trends and innovations in</u> <u>nature finance</u>.

Our new fixed income guide on <u>considering climate change</u> in <u>sovereign debt</u> helps investors incorporate physical and transition climate risks in their assessments. We also hosted a workshop series on physical risk in private markets for real assets and private equity investors.

SOCIAL ISSUES

We launched the Human Rights and Social Issues Reference Group, facilitating information exchange among signatories and enabling engagement on emerging issues.

Signatory reporting shows that adoption of the United Nations Guiding Principles on Business and Human Rights (UNGPs) and OECD Guidelines has surged, notably among investment managers, with a 112% increase. More asset owners are also using these frameworks to identify human rights outcomes.

This underscores a growing institutional focus on human rights and labour standards. However, only 9.3% of PRI signatories report actively addressing all three pillars outlined by the UNGPs: having publicly available guidelines on human rights, identifying human rights outcomes and enabling access to remedy.

We released a practical guide on

human rights due diligence, offering a systematic framework to identify and prioritise human rights risks through countries, sectors and companies. Additionally, we issued an introductory guide that offers strategies for asset owners and their advisors to integrate considerations into the investment process. The technical guide on human rights due diligence for private markets investors offers a practical framework and tools for private markets investors to address human rights risks throughout the investment process, emphasising proactive measures to safeguard communities and uphold ethical standards.

GOVERNANCE ISSUES

An introduction to responsible investment: corporate governance for asset owners analyses the importance and relevance of corporate governance at the issuer level, as well as the implications for the investment process.

To broaden awareness on lobbying beyond climate, we joined the advisory committee of the EIRIS Foundation and helped develop written ESG questions for the AGMs of France's 40 largest listed companies (CAC40) on responsible political engagement and tax. We <u>responded</u> to the Financial Reporting Council (FRC) over proposed changes to the UK Corporate Governance Code, and signed <u>ICGN's statement</u> on the importance of high corporate governance standards.

950

investment managers

(representing US\$24 trillion) and

235

asset owners

(representing US\$10 trillion) reported using the UNGPs and OECD Guidelines to **identify human rights outcomes**.

OPERATIONS

Providing global business support services and systems to enable delivery – including finance, technology, governance and risk, strategy, signatory experience and events





FINANCE

In the year ended 31 March 2024, the PRI generated a surplus (after interest, tax and depreciation) of £0.05m, compared to a surplus of £0.45m in the prior year. The decrease in surplus can be attributed to a slight decline in signatory numbers and delistings as a result of advance invoicing.

INCOME

Total income generated during the year amounted to £37.1m, surpassing the previous year's income by £2.3 million. This increase is primarily due to a higher assets under management and higher event income.

Signatory fees remain the major source of income, accounting for 76% of total income. Of these fees, the largest contributors geographically are the US and the UK & Ireland.

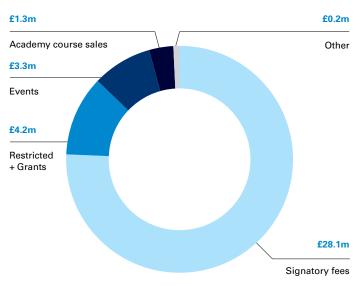
Signatory fees

Signatory fee revenue increased as a result of the full-year impact of last year's new signatories and a modest fee increase. Overall signatory numbers reduced marginally in the year to 5,345 at 31 March 2024 (5,391 at 31 March 2023).

In 2024, invoices were issued earlier than in previous years, to give signatories earlier visibility of the increased fees. This contributed to a marginal reduction, as a small number of signatories decided to delist earlier than they might otherwise have. By sending out invoices for 2024/25 before the end of 2023/24, some delistings that would have occurred in 2024/25 under the previous approach fell within 2023/24.

The signatory fee structure remained consistent with the prior year, with average fees broadly in line.

Figure 21. Source of funds



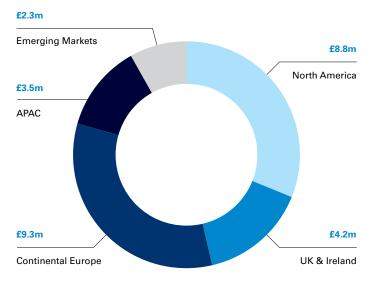


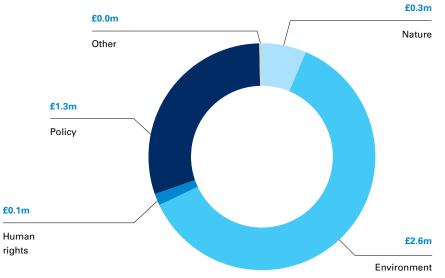
Figure 22. Geographical split of signatory fees

Grants and restricted income

Restricted funding income increased through additional grant funding. The grant-funded programmes in the table below all progressed during this year. All these programmes are funded exclusively by the grant income; no income from other sources contribute to their delivery.

Project	New in 2023/24?	Status	Ultimate funder	
Climate Action 100+Y5	Yes	Completed	CIFF	
Climate Action 100+Y5	Yes	Completed	Sea Change	
Climate Action 100+Y5-Y7	Yes	Ongoing	Laudes Foundation	
Climate Action 100+Y5	Yes	Completed	Sequoia Climate Foundation	
Climate Action 100+Y5	Yes	Completed	ClimateWorks Foundation	
Legal Framework for Impact phase 2	No	Ongoing	Generation Foundation	
Investor Agenda & NZAM	Yes	Ongoing	Bloomberg	
Investing for impact: aligning financial policies and market practice with inclusive societies	No	Completed	Ford Foundation	
PRI Resilient Natural Systems engagement and investor practices	No	Ongoing	Moore Foundation	
US policy 2022	Yes	Completed	Tipping Point Fund	
PRI climate programmes inc. NZFSPA	No	Ongoing	Bloomberg Philanthropies	
TCFD 2021-2022	No	Completed	Bloomberg Philanthropies	
ESG data project	No	Completed	European Climate Foun- dation	
KR Foundation grant for IPR	No	Completed	KR Foundation	

Figure 23. How grant funding is used



The focus of grant-funded projects continues to be towards environmental initiatives, in particular driven by Climate Action 100+.

In addition to the grant-funded projects, the PRI also received restricted funding for the Net-Zero Asset Owners Alliance, which increased its membership from 76 to 89 during the year. Overall membership revenue for NZAOA stood at £1.3m, with a restricted, retained surplus of £0.4m at the year end.

Events

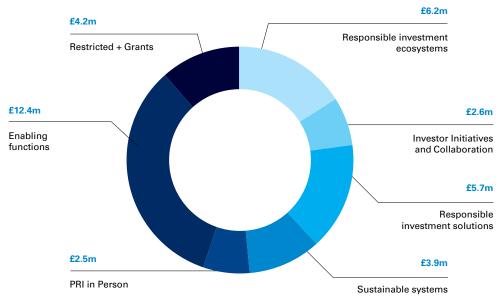
Events income was driven predominantly by the annual PRI in Person & Online event, held in Tokyo in October 2023, which generated a surplus of £3.3m through ticket and sponsorship sales.

Overall, our annual flagship global event had over 789 paying, in-person attendees and 375 paying, digital attendees, as well as 43 sponsors.

PRI Academy

The Academy has seen lower revenues this year at £1.24m (£1.81m in 2022/23), with reductions in learning and development budgets across the financial services industry restricting spending. Course enrolment numbers increased slightly to 4,520 (4,400 in 2022/3), but at a lower average price.

Figure 24. Spending by focus area



EXPENDITURE

Expenditure for the year amounted to £37.5m, an increase of £3.3m compared to the prior year. The table below sets out where the PRI allocated expenditure in the year.

Key deliverables under each focus area include:

Responsible Investment Ecosystems £6.2m (17%)

- increased on the ground local resources to work in market supporting responsible investment practice
- full access to an enhanced central support team with query ticketing systems and multilingual support to improve signatory experience
- regionally tailored responsible investment engagements, facilitating both local and global connections for more effective collaboration
- increased focus on regional policy advancement

Investor initiatives and Collaboration £2.6m (7%)

- updated Climate Action 100+ strategy
- strategy and approach for the new Spring initiative
- assessment framework for the Advance initiative
- continuing the sovereign engagement pilot in Australia
- partnering with net zero initiatives/alliances (e.g. Net Zero Asset Owner Alliance)

Responsible Investment Solutions £5.7m (15%)

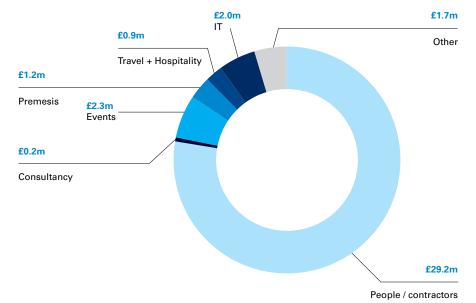
- improvements to the 2024 Reporting Framework, including improved system stability and pre-filling to improve user experience
- tailored guidance for asset owners, including introductory guides to new topics such as human rights and biodiversity
- a technical guide to help asset owners and investment managers develop a biodiversity policy

- a resource hub for investing in nature
- redesigned existing PRI Academy courses
- new PRI Academy course on alternative investments
- new PRI Academy learning management system

Sustainable Systems £3.9m (11%)

- quarterly webinars with the Inevitable Policy Response consortium
- five-part climate risk capacity-building series for APAC signatories
- investor agenda event on accelerating climate action
- stakeholder engagement programme to align global policy
- reports including Reforming the multilateral financial architecture and The role of the G7 in driving the economic transition
- foundational report for investment bank practitioners, in collaboration with UNEP FI
- academic seminar series
- PRI in Person £2.5m (7%)
- Enabling functions £12.4m (33%)
 - spend on premises, and on operational teams, including the People, Technology, Finance, Governance, Risk Management, Legal, Strategy and Marketing teams
- Grants and restricted expenditure £4.2m (11%)

Figure 25. Use of funds - split



People costs (including contractors) remains the largest expenditure item, accounting for 78% of total expenditure.

During the year, headcount stayed broadly in line with prior year, at 256 FTE on 31 March 2024 (253 on 31 March 2023).

BALANCE SHEET

Overall net assets are broadly in line with previous year, with year-end reserves within the PRI's minimum required reserves policy of 3x monthly expenditure.

	2023/24 (£)	2022/23 (£)
Fixed assets	251,191	468,955
Cash	28,039,637	13,856,928
Debtors and prepayments	15,780,504	3,318,758
Creditors, accruals and deferred income	(33,749,902)	(7,368,921)
Net assets	10,250,567	10,204,856

Overall cash balances at the end of 2023/24 amounted to £28m, significantly higher than the prior year due to the earlier invoicing of 2024/25 fees, which resulted in some 2024/25 fees being received within 2023/24.

Cash balances continue to be managed carefully to ensure adequate reserves cover and maximise the return on cash balances to reinvest.

Figure 26. Income

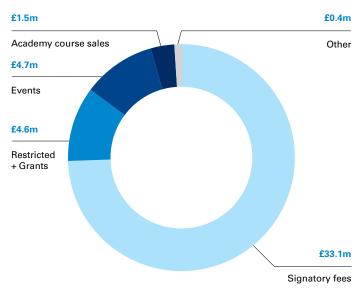
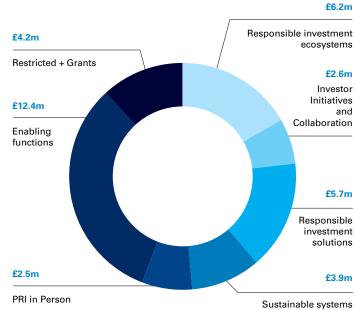


Figure 27. Expenditure



BUDGET 2024/25

The budget for the financial year 2024/25 has been signed off by the Board and is expected to deliver an overall breakeven position.

- 75% of funding is budgeted from signatory fees, broadly in line with 2023/24. Income diversification and long-term funding is an area of focus for us, to reduce reliance on signatory fees. The overall revenue received from signatory fees assumes: a return to modest net membership growth, a 7% fee increase (equivalent to £341 per signatory on average) and introduction of new upper fee bands for the largest signatories.
- Events income is driven by PRI in Person, Toronto in October 2024.
- An increase in PRI Academy revenue has been assumed to reflect improving market conditions and new and updated products.

View the PRI Association Directors' report, group strategic report and consolidated financial statements for the year ended 31 March 2024.

The budget aims to align expenditure and investment to the four focus areas of the new PRI strategy. Specific anticipated deliverables include:

- employee recruitment in emerging markets, particularly Brazil
- PRI in Person, Toronto and preparations for PRI in Person 2025
- start of the Spring initiative
- developing sovereign engagement programme
- seed investment in Progression Pathways programme
- improvements to the PRI Reporting tool
- further investment in regional policy
- operational excellence, efficiency and cost reduction

VIEW OUR CONSOLIDATED FINANCIAL STATEMENTS

EVENTS

Bringing signatories together



PRI IN PERSON 2023

PRI in Person is the premier global event for responsible investment professionals. Themed "moving from commitments to action", the 2023 conference in Tokyo brought together industry leaders, policy makers and experts from around the world to discuss the latest trends, challenges and opportunities in sustainable finance. Key sessions included discussions on climate action, human rights and the future of ESG investing. The event featured speeches from Christiana Figueres and Makoto Utsumi, panels on biodiversity and just transition and workshops on sustainability in investment strategies. Attendees also enjoyed networking opportunities, creating a platform to exchange best practices and drive change in the investment community.

PRI in Person – 3-5 October 2023, Tokyo



150+

speakers, including: the Prime Minister of Japan, Fumio Kishida; Chair of the IPCC, Professor Jim Skea; Governor of Tokyo, Yuriko Koike; Executive Director, Taskforce on Naturerelated Financial Disclosures, Tony Goldner



40

side events

conference sessions

Lead sponsor



Nippon Life Insurance Company





1,198

attendees from 76 countries

27 webinars, welcoming

10,753

viewers (live and on-demand) throughout 2023/24

Other webinars throughout the year brought signatories and industry stakeholders together on subjects including transforming responsible investment policies into action, biodiversity and fixed income, climate commitments for public and private equity, practical approaches to human rights due diligence in private markets, real estate investment, ESG capabilities and disclosures and investor data needs.

DIGITAL FORUM

The <u>Moving from Principles to Practice</u> digital forum provided a platform for signatories and industry stakeholders to exchange views and ideas on current responsible investment themes, and offered practical content aimed at putting responsible investment principles into practice. This five-part series was the first time we've secured sponsorship for a digital forum, with generous support by BB Asset Management from Brazil.

PEOPLE AND CULTURE

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Developing and enabling the global workforce – including recruitment, development, culture, diversity, equity and inclusion (DEI) and internal communications

WORKFORCE DATA

Critical insights for informed decision-making and strategic planning

As of 31 March 2024, the PRI had 253 employees, representing 43 different nationalities, based in 21 countries worldwide. Annual employee turnover stood at 12.6%, in line with our aim to remain below 15%, and below the UK average 14.6% for similar-sized organisations.³

Tenure of PRI employees, 31 March 2024

Tenure Range	% of Total Headcount
0-3	61%
3-5	19%
5-7	10%
7-10	6%
10-15	3%



EMPLOYEE ENGAGEMENT

In the December 2023 employee engagement survey, which had a participation rate of 90%, 70% of respondents answered favourably to "I would recommend the PRI as a great place to work." The 70% favourable rating was up from 63% from June 2023, immediately following our work on a new operating model.

From August 2023, we began including the same question in exit interviews. In the months to March 2024, 83% of departing employees who completed the exit interview rated the PRI as a great place to work.

RECRUITING CANDIDATE EXPERIENCE

Our <u>recruitment platform</u> is designed to reduce unconscious bias in the hiring process, including by anonymising applications. We place significant importance on fairness ratings and are pleased to report a mean score of 8.3/10 and a median score of 9/10 from applicants using the system, continuing a consistently high candidate experience over the past three years.

PAY TRANSPARENCY AND UK GENDER PENSION GAP

This year, we added information on employee pensions to our <u>DEI data and pay gap</u> report. We found that fund values remain similar between men and women, with women on average having a larger fund value, except for a spike in the average fund value for men between 51 to 55.

We also shared new insights on pay transparency with employees, revealing no difference in the average pay increase between men and women in the annual pay review.

PREGNANCY LOSS POLICY

We understand the importance of supporting employees who experience pregnancy loss or have a partner going through it. People in these circumstances often feel isolated and may miss out on the support they need. Recognising that each person's experience is unique, we are committed to providing individualised support.

Our new global policy applies to all PRI employees who experience pregnancy loss, including adoptive and surrogate parents, regardless of hours worked, length of service or gender.

DIVERSITY, EQUITY AND INCLUSION (DEI)

Diversifying our workforce and ensuring all our people feel respected and valued

In our second year of a refreshed <u>DEI strategy</u>, we have made significant strides in fostering a more inclusive, equitable and diverse workplace.

Inclusive culture

Our commitment to an inclusive culture has seen us appoint executive-level sponsors for each of our employee networks, demonstrating the priority our leaders place on this initiative. The Gender Balance Network marked International Women's Day in 2023 with an event focused on tackling bias, while our Disability Network has developed guidance for requesting disability-related adjustments and organising disability-inclusive events.

Measuring our impact

We have made substantial progress in tracking and improving our DEI efforts.

We set targets in 2022 and report on them annually in our <u>DEI data and pay gap</u> report.

Organisational target	2022	2023
Maintain a minimum of 50% female, gender non- conforming or non-binary employees at every level	Achieved	Achieved
A year-on-year increase in our % of Black employees	2.43%	2.51%
Black, Indigenous, and People of Colour candidates to make up 30% of all new hires	26%	33%
Black candidates to make up 10% of all new hires	4.5%	4.1%
Black, Indigenous, and People of Colour employees to make up 30% of all promotions	30.2%	25%



Our completion rates for employee DEI data have increased to an average of 91% across fields, up from 86% in 2022. The 2024 DEI data and pay gap report shows reductions in both gender and ethnicity pay gaps and steady progress in growing our Black, Indigenous and People of Colour and LGBTQ+ employee populations.

Our December 2023 employee engagement survey revealed consistent scores across three DEI-focused questions from the previous year.

Telling our story

We continue to engage our people through our events and communication campaigns designed to raise awareness and educate on various DEI issues. These initiatives help us share our DEI journey and reinforce our commitment to fostering a diverse and inclusive workplace.

BOARD AND GOVERNANCE STATEMENT

SUMMARY OF BOARD ACTIVITIES

The Board met eight times between 1 April 2023 and 31 March 2024, with development of the new strategy continuing to be the focus.

Figure 28. Board discussions during the year



Below is a summary of some of the key discussions throughout the year and their outcomes. Many of these items were discussed in more detail by a relevant committee, for which more information is available in the summary of committee activities.

Focus area	Key matters considered	Summary		
		Over the year, the Board's focus was on the development of the new strategy, including the PRI's comparative advantages, place in the ecosystem, theory of change, strategic choices and challenges – as well as the strategy process including the consultation.		
		The strategy was informed by the changing external landscape, the results from the <u>PRI in a Changing World</u> consultation and an analysis of key challenges and forces at work. Given the pace of change within responsible investment, the Board agreed a more agile strategy process is required. To enable this, signatories voted and approved changes to the PRI's Articles of Association. The current strategy period is 2024-27 but with annual updates per the <u>new Articles</u> .		
	Development of the new strategy	The Board believes that the new strategy responds to the changing world around us and will better equip the PRI to deliver the mission in an increasingly challenging external environment.		
Strategy		The Board approved the strategy narrative – the proposed strategy is designed to maximise the value delivered to signatories, accelerate progress towards a sustainable global financial system and ultimately to contribute to a more sustainable world. The strategy shifts the PRI's programme priorities to four focus areas – driving signatory progression and accountability, strengthening responsible investment ecosystems, supporting collaborative investor initiatives and strengthening responsible investment policy and regulatory environments.		
		The signatory consultation from March to May 2024 was fundamental to shaping the strategy. The Board looks forward to reviewing the feedback and finalising the strategy.		
	Driving progression and accountability	The Board considers <u>Progression Pathways</u> as the strategy to achieve a tailored approach for the diverse signatory base – this was a key outcome from the PRI in Changing World <u>consultation</u> .		
		The PRI's Reporting and Assessment will evolve to reduce the duplication and burden of reporting. A strategic focus will be on both progression and accountability, as the Board believes that getting these two elements right is fundamental to deliver value to signatories.		
		The Board discussed the content of the Progression Pathways co-design paper and emphasised the need to avoid over-burdening the framework – the critical objectives of progression are education and learning. The Board welcomed the more agile approach of co-designing with signatories and considered this as a future model of how to work with signatories. Overall, signatories that participated in the workshops expressed support for the co- design process and welcomed the early opportunity to shape the pathways' development. The development of the Progression Pathways will be a core focus for the Board in 2024-25.		

Focus area	Key matters considered	Summary
Strategy		Regular updates on the progress of the 2023 Reporting and Assessment, including the reporting tool performance issues at the end of August 2023, were received by the Board and the Reporting and Assessment Committee. The Board thanks signatories for their patience whilst this was being resolved and welcomed the 98% submission rate among mandatory reporters, when the reporting closed on 20 September 2023.
		The Board is focused on the long-term direction for PRI Reporting and Assessment and recognises that signatories in different jurisdictions find different value in reporting. For some, it is a core and vital offering; for others, it is an unnecessary burden.
	Reporting and Assessment	The new strategy was shaped by the changing reporting landscape. The Board's view is that minimum reporting requirements and accountability of signatories are still important. However, signatories have had valid concerns about reporting burden and duplication. These concerns will be addressed through two areas of work: understanding equivalent, regulatory reporting requirements and developing Progression Pathways.
		Signatory feedback as part of the Progression Pathways consultation raised more fundamental questions about the future and value of PRI Reporting. To address this, the Board introduced a more flexible approach to reporting in 2024. Reporting and Assessment in 2024 is voluntary for all investor signatories that reported in 2023 and for those in their grace period. For investor signatories that have yet to report, reporting remains mandatory. The Board hopes that this flexibility adequately acknowledges some of the short- term challenges, as the PRI works towards consistency to meet signatory expectations over the longer term.
	Collaborative investor initiatives	 Given the importance of collaborative initiatives, twice a year the Board receives updates on all PRI-led and PRI-supported investor initiatives. The Board also had more detailed briefings on: Spring initiative: This is a new collaborative stewardship initiative on nature that provides an opportunity for signatories to address the financially material risks stemming from global nature loss. The Board agreed that nature is a critical issue. It also agreed that there is a role for the PRI to help signatories navigate the multitude of collaborative initiatives and ensure that investors' efforts in this area are as effective as possible. Taskforce on Net Zero Policy: The PRI is the secretariat for the Taskforce which aims to establish a collaborative space for sharing knowledge, practice and insights among policy makers and regulators in advancing net zero-aligned policy. The Board agreed that this is an important and new role for the PRI.
		 Net Zero Financial Service Providers Alliance: The Board approved the recommendation for the PRI to continue supporting the NZFSPA and emphasised the need for an effective alliance.
		Progress continues despite the challenges and impact of the anti-ESG movement on the initiatives.

Focus area	Key matters considered	Summary
Strategy Strategic programmes		 The Board received regular updates on strategic programmes and had more detailed discussions on: The PRI produces a range of tools and guidance to inform investors about how to incorporate ESG considerations into investment decisions and ownership practices in a systematic way. The Board was interested to learn about the involvement of signatories in the development of the guidance materials. The Board agreed that the PRI Academy should become better integrated into the organisation and a core part of the PRI's strategy, with potential to grow over time. The PRI Academy's primary aim is to advance the PRI mission by disseminating knowledge to affect change.
Risk	Risk management	Given the growth of the organisation, the Board had requested an external review of the PRI's risk and internal controls framework. The review and a roadmap were presented, with the Board requesting future updates on the implementation of the roadmap. Risks for the organisation were discussed in the context of the development of the PRI strategy. Risks discussed included failing to adapt to the changing external environment, geopolitical risks, the risk of greenwashing and funding and people risks. The Board also sought distinctions between risks that the organisation can and cannot control. See page 4 of our consolidation financial statement for principal risks identified.
Operational	Organisational effectiveness	As part of the PRI's commitment to improve efficiency and effectiveness as the organisation matures and evolves, and to prepare the organisation for the new strategy from 2024, a new organisational structure was implemented in 2023/24. The Board was also updated on efficiencies and had an initial discussion on key performance indicators for 2024/25. Measures the PRI has taken to improve cost efficiency include renegotiation of existing supplier contracts, retendering of supplier contracts, improved management of cash balances and cessation of non-essential activities. The Board affirms its attention to the cost efficiency of the organisation in challenging growth and budgetary conditions.
	Annual people and culture review and pay review	The Board discussed the annual people and culture review. Positive progress had been made on the employee engagement score since the last survey in 2022. Employees are highly committed to the work of the PRI. More needs to be done to elevate the organisational leadership levels and empower teams to embed new ways of working aligned with the strategic priorities. The 2023 pay review, aligned with the reward policy for employees, was approved. The CEO's performance for 2022/23 was reviewed, and based on this the CEO remuneration package for 2023/24 was approved.
People and Culture	Diversity, equity and inclusion (DEI)	The Board believes that good progress was made in 2023/24 but emphasised that further progress is required and complacency must be avoided. Key actions for the year include an updated Board diversity policy, new pregnancy loss policy, new executive-level sponsors for each of the employee networks and continued events and communications campaigns to raise awareness and educate our people on a range of DEI issues. Furthermore, the 2024 DEI data and Pay Gap Report showed a decrease in our gender and ethnicity pay gaps, and an increase in the proportion of Black and LGBTQ+ employees.
	Executive succession planning	The Board oversees Executive succession planning and has a regular cadence of discussions.

Focus area	Key matters considered	Summary				
	Financial oversight and budget	The Board regularly monitors PRI finances including metrics and efficiencies. The Board requested more regular reporting on the budget to the Finance, Audit and Risk Committee, to enable more oversight of key metrics and a more agile and flexible approach to the budget planning process, that can respond to the rapidly changing external context if required.				
		In June 2023, the Board approved the full year budget for 2023/24 (the half- year budget was approved prior to this). In March 2024, the Board approved the full year 2024/25 budget.				
Finance	Signatory fees	The Board approved a moderate fee increase for 2024 to ensure that the PRI continues to deliver its ambitious strategy and ensure long-term financial stability. The Board also agreed to consult with signatories on the introduction of new upper fee bands, as part of the strategy consultation process.				
	Executive succession planning	The Board oversees Executive succession planning and has a regular cadence of discussions.				
	Long-term funding	Discussions on long-term funding models were started ahead of more detailed discussions in 2024/25.				
	Board effectiveness	All Board members completed the Board and Chair self-review. Overall, the Board and committees are functioning effectively. Working well together, collegial, engaged, committed and with open discussions, Board members bring good skills and experience to discussions.				
		Priorities for the Chair and Board in 2024/25 were agreed.				

Focus area	Key matters considered	Summary		
	Board effectiveness	All Board members completed the Board and Chair self-review. Overall, the Board and committees are functioning effectively. Working well together, collegial, engaged, committed and with open discussions, Board members bring good skills and experience to discussions.		
		Priorities for the Chair and Board in 2024/25 were agreed.		
Governance elections		The 2023 election was for three asset owner positions and one investment manager position. The Board believes that diversity, including geographic diversity and a wide range of perspectives, can enhance its decision- making. Exclusivity periods were set for two of the asset owner positions to encourage candidates with headquarters in Africa and Asia. respectively. The other asset owner and investment manager positions had no geographic criteria.		
	2023 PRI Board elections	Lebogang Mokgabudi, Independent SpecialistTrustee, Government Employees Pension Fund (South Africa); Torben Möger Pedersen, supported by PensionDanmark (Denmark); Takeshi Kimura, Special Adviser to the Board Nippon Life Insurance Company (Japan); and Tycho Sneyers, Managing Partner, LGT Capital (Switzerland) were elected.		
		The induction programme for new directors includes a programme of briefings from the Executive. The induction is supported by a briefing document that includes the directors' legal responsibilities, the PRI strategy, and an overview of work programmes and functional teams.		
	Chair transition	Martin Skancke's third and final term ended in December 2023. Following a global search, the Board nominated Conor Kehoe as the new PRI Chair. After confirmation by signatory vote, Conor took up the role of Chair of the PRI Board on 1 January 2024.		
		To ensure a smooth transition Conor's Kehoe's induction began in 2023, including extensive briefings and attending Board meetings as an observer.		

PRI BOARD

Each year brings change to the PRI Board. Conor Kehoe took up the role of Chair from January 2024. Long-standing Board member Renosi Mokate and former Chair, Martin Skancke, left the Board in December 2023. Due to another commitment, Scott Connolly resigned from the Board mid-way through his term in May 2023, his position was filled in the 2023 annual elections. Lebo Mokgabudi and Torben Möger Pedersen joined the Board from January 2024.

Martin Skancke led the Board from 2014-2023 and oversaw a tremendous period of growth for responsible investment and the PRI. The PRI continues to have high ambitions for its future.

Chair



Conor Kehoe Independent member

Current term expires: 2026

Committee membership:

None



Sharon **Hendricks** CalSTRS (USA)

Current term expires: 2024

Committee membership:

Chair search (chair)

Culture

Governance Finance, Audit (chair)

and Risk People and Governance

Policy

Takeshi

Kimura

Nipon Life

Insurance

Company

Current term

expires: 2026

Committee

membership:

(Japan)



Denísio Liberato Previ (Brazil)

Current term expires: 2025

Committee membership:

> Finance, Audit and Risk

Policy



Danmark (Denmark) Current term

Directors elected by asset owners

expires: 2026 Committee membership

> from January 2024: Policy

People and culture



Lebogang Mokgabudi **GEPF** (South Africa)

Current term expires: 2026

Committee membership from January 2024:

Finance, Audit and Risk Strategy

Willhelm

Mohn NBIM (Norway)

CFDT (France) Current term Current term

expires: 2024 expires: 2024

Committee membership:

Leatitia

Tankwe

- Finance, Audit and Risk (chair) People and Policy
 - Strategy

Reporting and Assessment

2023).

Culture (from



Sanda Ojiambo **UN Global**



Eric Usher UNEP FI

Committee membership:

Policy (chair)

Committee membership:

Chair search

Tycho

LGT

Snevers

(Switzerland)

Current term

expires: 2026

- Policy
- Reporting and Assessment

Wendy

Cromwell

Current term

expires: 2024

Committee

membership:

Wellington

(USA)

 Governance Strategy (chair)

Rebeca Minguela Clarity AI (USA)

Current term expires: 2025

Committee membership:

- Governance
- Strategy











- Chair search



January

Reporting and Assessment (chair)



LEADERSHIP

The Board is collectively responsible for the long-term success of the PRI, in particular:

- establishing the PRI's mission, vision and values;
- setting the strategy, risk appetite and structure;
- delegating the implementation of the strategy to the Executive;
- monitoring the Executive's performance against the strategy;
- exercising accountability to signatories;
- being responsible to relevant stakeholders.

Matters reserved for Board approval are listed in the <u>Directors' Terms of Reference</u>. There are clear divisions of responsibilities and roles set out in the terms for the <u>Chair</u>, <u>Directors</u>, <u>Permanent UN Advisors</u> and <u>CEO</u>.

COMMITMENT AND INTEGRITY

All Board directors and the UN permanent advisors remain committed to their roles on the PRI Board. Board directors must abide by the <u>Code of Ethics and Conduct</u>, and the <u>Directors' Terms of Reference</u>. A register of interests is maintained.

The Board had a combination of in-person (four) and online (six) meetings in 2023-24. The Board valued the in-person meetings for key discussions including the Chair search and development of the new strategy.

To support Board members attending in-person meetings, the Board approved a travel allowance of up to £5,000 for one-way flights under 12 hours and up to £7000 for one-way flights over 12 hours to enable attendance at inperson Board meetings and the PRI in Person conference. Attendance records are detailed <u>here</u>.

CHARITY GOVERNANCE CODE

As a mission-driven, not-for-profit organisation, we consider the Charity Governance Code the most applicable governance code for the PRI, and have reviewed our governance arrangements against its principles and recommended practice for larger charities.

The Charity Governance Code is deliberately aspirational, and compliance is not mandatory. The PRI currently applies all the principles and most of the applicable supporting recommended practice. (Some practices recommended by the Charity Governance Code are not relevant; for example, PRI Directors are elected through signatory vote rather than appointed through a nominations process). Improvements made in 2023/24 include:

- engaging with signatories on the development of the new strategy, including changing the Articles of Association to enable more frequent annual updates and more regular engagement with signatories;
- more structured engagement between the Board and their local RI ecosystems manager to facilitate local signatory interaction;
- development of more detailed key performance indicators for 2024-25
- development of an annual Board education webinar programme.

PRI AGREED POLICIES

As a mission-driven, signatory-led organisation, the PRI publishes rules, policies and term of reference, which enshrine the procedures and practicalities required to give effect to the procedures set out in the <u>Articles of Association</u>.

- <u>CEO Terms of Reference</u>
- Chair's Terms of Reference
- <u>Climate Change Policy</u>
- <u>Code of Ethics and Conduct</u>
- Directors' Terms of Reference
- Board Diversity Policy
- Election Rules
- Grant Policy
- Human Rights Policy
- Permanent UN Advisors' Terms of Reference
- Procurement Policy
- Signatory Accountability Rules
- Signatory Sign-up Guidelines
- Signatory General Meeting Rules
- Signatory Rules
- Whistleblowing Policy

BOARD EFFECTIVENESS

PRI BOARD REVIEW:

The PRI Articles of Association require Directors to review the functioning of the Board annually, and the Chair must report the results at the next Signatory General Meeting. In 2023, the Board undertook a self-review exercise. Board members were invited to reflect on the effectiveness of their contribution to the Board, how they might improve their contribution, the key strengths of the Board, ways to improve the Board's effectiveness and priorities for the next financial year.

All board members that served for the full calendar year completed the self-review, as well as the Executive Team. In addition, board members, including the new Chair and two directors whose terms started in January 2024, completed a skills matrix, identified key risks and Board priorities and topics for education / training webinars. Several positive aspects in the annual review were identified:

- The positive relationships among Board members, and between the Board, CEO and key employees and appropriate challenge of the Executive. Questions on relationships were among the highest scoring.
- The Board is working well together; it is collegial, engaged, committed, with open discussions and members bring appropriate skills and experience to the discussions.
- The administrative support the Board receives is good, and the quality of papers is generally good.
- The committees are performing well with an increased positive score compared to the previous two years. In the open questions, the positive and important role of the committees was highlighted by the Board and the Executive.
- The Board effectively uses the mission and objectives in strategic decision-making.

The Board welcomed the feedback provided by the Executive. Overall, the scores between the Executive and the Board were largely consistent.

The Board priorities for 2024/25 were agreed:

- new strategy, with a focus on progression and accountability;
- signatory and stakeholder engagement;
- succession planning and Board composition.



The review also identified some areas that have been a focus for improvement, and how they are being addressed:

Action areas	Actions to date and promised
Effective communication with signatories and stakeholders	 There is now more structured engagement between the Board and their local responsible investment ecosystems manager to facilitate local signatory interaction. In 2023, the Articles of Association were updated to enable a more agile strategy setting process moving from a set three-year strategy to annual updates. This will enable more regular engagement with signatories on the strategy. There is now regular reporting on signatory sentiment to the Board.
Board oversight	 The new annual strategy review cycle will establish a planned cycle of oversight and refreshment of the strategy. Increased meetings of the Finance, Audit and Risk Committee and improved quarterly reporting to strengthen financial and operational oversight. There will be detailed key performance indicators for the strategy.
Executive succession planning	 Regular Board discussions are planned to review Executive succession plans on an ongoing basis.
Board composition	 The Board highlighted the need to review its composition in 2024/25 and consider if the Board adequately reflects: the signatory base the increasingly important role of investment managers in the investment chain.
Continuous education and further skills development for Board members	 There is an annual plan of voluntary education webinars for Board members, covering topics based on priorities identified by the Board.

The People and Culture Committee led the assessment of the Chair, with all members – excluding the Chair – participating. Given the Chair transition, the assessment included more forward-looking elements. The results were positive and consistent with previous reviews, indicating high Chair performance. The Board highlighted the successes of 2023 and recommends continuing the effective use of committees to support the Board, working closely with the Executive and remaining focused on strategic matters and good oversight of finance and operations, including operational efficiency.

SUMMARY OF BOARD COMMITTEES' ACTIVITIES

The Board had five permanent committees and two ad hoc committees in 2023/24. The committees support the Board, such as by giving more time to specific issues, helping the overall Board to be more effective.

No powers are delegated to these committees; their role is to oversee issues and/or make recommendations to the Board. Each permanent committee has publicly available terms of reference.

2023/24 committees	Changes during 2023/24
Permanent	
Finance, Audit and Risk	None
Governance	None
People and Culture	None
Policy	None
Strategy Committee	The Strategy Committee was established in September 2023. This followed the Signatory Experience and Value Proposition Committee being reformed to the Strategy Committee in September 2023. The Strategy Committee supports the Board on the development of the new strategy, including the details of the feedback from the signatory consultation
Ad hoc	
Chair Search	The committee ceased in June 2023 following the conclusion of the Chair search interviews.
Reporting and Assessment	The Reporting and Assessment Committee was established as an ad hoc committee. Recognising that reform of Reporting and Assessment must be developed alongside the Progression Pathways in March 2024 the committee was reformed as the Progression and Accountability Oversight Committee to ensure holistic oversight.



COMMITTEE REPORTS

Below is a summary of the remits and work of each committee from 1 April 2023 to 31 March 2024.



FINANCE, AUDIT AND RISK COMMITTEE

The Finance, Audit and Risk Committee assures the Board of the veracity of the financial statements, and of the strength, efficacy and appropriateness of risk management, compliance controls and control processes across the PRI. The committee met four times in 2023/24, with the following key discussions:

- Financial oversight. The committee agreed on a more regular cadence of quarterly meetings to strengthen committee oversight of financial performance, the budget and key metrics. The 2023-24 mid-year budget, 2024-25 budget, management accounts, signatory fees for 2024, delisting trends, reserve levels, efficiencies and process improvements were discussed. The committee also considered the PRI's long-term funding, signatory growth levels and possible diversification of funding.
- Internal controls and risk framework. Recognising that, as the PRI grows and matures, it must strengthen internal controls and risk framework, an external consultant was appointed to support the PRI with an initial review of existing systems. The review and a roadmap were presented to the committee in February 2024, highlighting the need to implement additional systems and processes, especially more automation. The committee has a supervisory role and looks forward to reviewing the detailed action plan in 2024-25.
- 2022/23 external audit, and the 2023/24 audit process. After the end of the financial year, the committee reviewed the 2023/24 external audit report and annual report and accounts. These were subsequently approved by the Board.
- Operational risk and compliance. Discussions focussed on budget related risks, any operational impact on the strategy process and operational delivery and the impact of the anti-ESG backlash.



GOVERNANCE COMMITTEE

The Governance Committee provides guidance to the Executive and makes recommendations to the Board, on matters at both Board and company levels. These include guidelines, policies and practices; the PRI Board's effectiveness relating to matters such as skills, diversity and expertise; Board elections; signatory categorisation; signatory accountability; and any other issues around signatory status.

The committee met four times in 2023/24, with the following key discussions:

- Governance reform. In the PRI in a Changing World consultation, signatories identified a need for a more agile PRI strategy-setting process and requested more input on the PRI strategy and priorities. The committee oversaw changes to the Articles of Association to enable a more flexible and rolling strategy process with greater signatory input through various forums. Signatories voted to approve the changes to the Articles. The committee also discussed the Board composition and agreed on the need for the Board to better represent the diverse signatory base. The committee and Board agreed to review the composition and investment manager representation in 2024-25.
- Annual Board elections. The 2023 election was for three asset owner positions and one investment manager position. For two of the asset owner positions, there were exclusivity periods to encourage candidates with headquarters in Africa and Asia. The other asset owner position and the investment manager position had no geographic criteria. The committee considered diversity, equity and inclusion in the process, and how to ensure a broad range of candidates. There were three candidates for the asset owner position headquartered in Africa, one candidate for the asset owner position headquartered in Asia, five candidates for the open asset owner position and seven candidates for the investment manager position. Lebogang Mokgabudi, Independent Specialist Trustee, Government Employees Pension Fund (South Africa), Torben Möger Pedersen, supported by PensionDanmark (Denmark), Takeshi Kimura, Special Adviser to the Board, Nippon Life Insurance Company (Japan) and Tycho Sneyers, Managing Partner, LGT Capital (Switzerland) were elected. The committee was satisfied with the overall process and voter turnout in the 2023 election process.

- **Director induction**. The committee oversaw the Chair and Board induction process.
- Implementing recommendations from the 2022 Board self-review and the 2023 Board review processes. The committee discussion on the results of the 2023 review focussed on stakeholder engagement and Board oversight.
- Governance-related policies. The committee reviewed and recommended the updated <u>Chair terms of</u> reference, Board Directors' terms of reference, Board travel allowance policy, <u>Permanent UN advisors'</u> terms of reference, <u>Governance Committee Terms of</u> <u>Reference</u>, delisting and relisting policy and <u>Election</u> <u>Rules</u> for Board approval. Following <u>signatory</u> <u>consultation</u> the updated <u>Signatory General Meeting</u> <u>rules</u>, <u>Board Code of Conduct and Ethics</u> and <u>Board</u> <u>Diversity Policy</u> were approved by the Board. The committee also discussed signatory categorisation and confirmed the importance of consistent decisionmaking.
- Signatory accountability. Oversight of processes and recommendations to the Board, including delisting for failure to meet the minimum requirements, pay the signatory fee or complete mandatory reporting. The need for consistency, clear simple criteria and objectivity in decision-making was emphasised.



PEOPLE AND CULTURE COMMITTEE

The committee oversees the people strategy to ensure the human resources and remuneration arrangements foster a positive culture, aligned to PRI values and strategic objectives. This is to support employee recruitment, motivation and retention whilst complying with regulatory and governance requirements. It is also to satisfy signatory expectations and remain consistent with the expectations of the broader target employee population. The committee is also responsible for PRI Chair and CEO review processes.

The committee met four times in 2023/24, with the following key discussions:

- People and culture annual review. Employees are highly committed to the work of the PRI and motivated by their own and their teams' contribution. More progress is needed to empower management within the organisation to embed new ways of working aligned with strategy. In addition, the new strategy and priorities will bring the clarity required on the PRI's direction and articulate clearly how the PRI is both mission-driven and signatory-centric. The committee welcomed the formation of the Employee Engagement Committee (EEC), including elected representatives, in February 2024. The EEC will engage with the committee in future meetings.
- Diversity, equity and inclusion. Whilst recognising the need for further progress the committee was pleased with the DEI progress over the year. This included high completion rates for employee DEI data which enabled target setting and tracking. The 2024 pay gap report showed a decrease in gender and ethnicity pay gaps and an increase in the proportion of Black and LGBTQ+ employees.

- Annual pay review. This was aligned with the reward policy for employees. The committee supported benchmarking roles for consistency and to offer a competitive package to current and future employees. The 2023 pay review was recommended for Board approval.
- Target operating model. The committee received regular updates on the target operating model exercise and impact on employees.
- Chair review. The committee agreed to a more succinct and forward-looking review, given the departure of the former Chair in December 2023.
- Chair contract and Chair working days. The committee monitored Chair working days and reviewed and recommended the new Chair's contract for Board approval.
- CEO review. The committee conducted the 2022-23 CEO review, aligned to the 2022-23 financial year and business planning cycle. The committee recommended the CEO remuneration package for Board approval. The CEO priorities for 2023-24 were agreed. The 2023-24 CEO review will be conducted after the end of the financial year.
- Employee turnover, risk, compliance, and human resources related law.
- **Polices**. The updated <u>Whistleblowing policy</u> was recommended for Board approval.
- Executive succession planning. To ensure appropriate future plans to achieve the strategic mission of the PRI.



POLICY COMMITTEE

The Policy Committee provides strategic guidance on the sustainable financial system, policy and market data work programmes, and guides the preparation of related content for the Board.

The committee met four times in 2023/24, with the following key discussions:

- Policy strategy. The committee reviewed a report on policy reform for the economic transition. This report aims to engage governments on the use of whole of economy transition frameworks to address climate and nature and equity and inclusion objectives. The strategy on human rights and social policy engagement was reviewed and the need to consider regional differences was emphasised. The US engagement strategy was also discussed.
- Policy engagement. The committee was pleased with the progress of the Australian collaborative sovereign engagement pilot. The pilot had good investor and productive participation. An expanded programme is planned for 2024-25. The committee agreed an important new role for the PRI was acting as the secretariat for the Taskforce on Net Zero Policy, launched at COP28. The Taskforce's goal is to establish a collaborative space that encourages the sharing of knowledge, practices and insights among policy makers and regulators in advancing net zero-aligned policies.
- Policy approach. The process for oversight and escalation of sensitive issues and the operations policy were noted. As part of the processes in place, the signatory regional policy reference groups and/ or global policy reference group are consulted on all sensitive policy issues.
- Reports. The US report on investment outcomes, which US signatories provided feedback on, was reviewed. The report is expected to launch in 2024/25.



SIGNATORY EXPERIENCE AND VALUE PROPOSITION COMMITTEE

The Signatory Experience and Value Proposition Committee supported the board on key signatory experience areas, including Progression Pathways and signatory consultation feedback. In September 2023 the committee was reformed to the Strategy Committee.

The committee met three times in 2023/24, with the following key discussions:

- Progression Pathways framework, including principles for the framework, feedback on design concepts and the timeline for implementation.
- Signatory consultation, the need for an open and transparent process and representation of different signatory categories to get a diversity of views on Progression Pathways was highlighted.
- Direction, the need to clearly articulate the PRI's purpose and how Progression Pathways fits into the PRI's future direction and value for signatories, including the interplay with Reporting and Assessment was emphasised.





CHAIR SEARCH COMMITTEE

The Strategy Committee was formed in September 2023 to support the Board in developing the new strategy, including the details of the feedback from the signatory consultation. The committee met twice in 2023/24, with the following key discussions:

- Progression Pathways co-design process. The committee was kept updated on the co-design process and was pleased that generally the concept of Progression Pathways was well received at workshops. The committee believes that Progression Pathways will strengthen the value proposition for signatories and be relevant to signatories at all stages of their responsible investment journey.
- Strategy development. The choices, challenges and opportunities of the new strategy were discussed. The annual strategy development process was welcomed following the changes to the Articles of Association (approved by signatory vote) and a rolling three-year strategy is envisaged. This will be an iterative process with an annual update and priorities embedded within the strategy. The committee welcomed the more agile annual process but highlighted the need for a more fundamental review periodically. The committee reviewed the strategy consultation document and looks forward to reviewing the signatory feedback in 2024-25.

Recruiting a Chair is a critical role of the Board that requires significant time and effort. In July 2022, the Board established an ad hoc Chair Search Committee, led by Sharon Hendricks. The committee ceased in June 2023 following the conclusion of the interviews. The former Chair was not part of the committee or decision-making process. The committee appointed an executive search consultant to assist with a thorough, global search. The committee conducted stage 1 and 2 interviews in April and May 2023. The Board conducted the final stage interviews in June 2023. The recruitment process was underpinned and run by a diverse group of PRI board members, with a mix of gender and ethnic representation, to ensure that issues of diversity and inclusion remained at the forefront of the process. The Board was privileged to receive applications from a hugely talented pool of potential nominees from across the globe. The Board was delighted that following the signatory confirmation vote, <u>Conor Kehoe</u>, took up the role of Chair of the PRI Board on 1 January 2024.



REPORTING AND ASSESSMENT COMMITTEE

The Reporting and Assessment Framework Oversight Committee oversaw the development of the PRI Reporting and Assessment Framework including the objectives and purpose; the development of its content and strategic alignment; key signatory communications; I.T. infrastructure; and related governance, risks, and dependencies.

The committee was established as an ad hoc committee and ceased in March 2024.

The committee met four times in 2023/24, with the following key discussions:

2023 reporting framework. The committee reviewed the progress of the 2023 reporting, including risks and options for the launch of the reporting window. The committee was focused on the oversight of a successful launch. The reporting window was open from 14 June to 6 September. The KPMG assurance role ended in June 2023 following the successful launch of the reporting window 2023. The committee was kept updated on the reporting platform latency issues, caused by increased traffic as the reporting deadline approached. Changes made will ensure that the same issue will not happen in 2024. The committee was pleased with the 98.5% completion rate of mandatory reporters.

- 2024 reporting framework. Whilst recognising improvements in 2023, the committee and Board recognised the imperative for reform. The reporting options for 2024 were considered along three dimensions:
 - improved signatory experience, including addressing signatory feedback;
 - enabling accountability for signatories;
 - stability of the Reporting Framework to enable prior year comparison and pre-filling.

The committee supported voluntary reporting in 2024 for most investor signatories that reported publicly in 2023. Reporting is mandatory for signatories that have passed their grace period and did not complete reporting in 2023, or only completed it privately, and those that reported on a mandatory basis but did not meet the minimum requirements.

- Reporting burden and equivalency. Discussions focused on the long-term plan, recognising that signatories have valid concerns about the reporting burden and duplication of reporting. This is being addressed through two areas of work:
 - Equivalency: The Executive has been working, in collaboration with signatories, to understand equivalent reporting requirements between regulatory and PRI Reporting. The programme was initially focused on two groups, the UK Stewardship Code group and the TCFD group, with the purpose of establishing a framework and then extending this more widely.
 - Progression Pathways: Recognising the importance of aligning Reporting and Assessment with Progression Pathways, in March 2024 we reformed the committee to the progression and accountability oversight committee to ensure comprehensive oversight.

PRI BOARD ATTENDANCE

Directors are expected to participate in every meeting, and the minimum number of planned meetings a Director is required to participate in is set out in the Directors' Terms of Reference. Directors are expected to participate in every meeting of any committee they are appointed to, and at a minimum must participate in a majority of meetings of that committee in a calendar year.

JANUARY – DECEMBER 2023

	Board	Board Committees							
Name		Chair Search⁴	Finance, Audit and Risk	Governance	People and Culture	Policy	Reporting and Assessment	Signatory Experience and Value Proposition ⁵	Strategy ⁶
Scott Connolly ⁷	3/3		1/2	1/1				1/1	
Wendy Cromwell	10/10					4/4	4/4		
Sharon Hendricks	9/10	4/4		4/4	1/4				
Takeshi Kimura	10/10		5/5	4/4		4/4			
Denísio Liberato	10/10		5/5			3/4			
Rebeca Minguela	10/10			2/4				3/4	1/1
Wilhelm Mohn	10/10		5/5		4/4		4/4		
Renosi Mokate	8/10	4/4			4/4			3/4	1/1
Sanda Ojiambo	4/10	4/4		3/4					
Martin Skancke	9/9 ⁸								
Tycho Sneyers	9/10	4/4		4/4				4/4	1/1
Laetitia Tankwe	9/10					3/4	3/4	4/4	1/1
Eric Usher	9/10					3/4			

5 Ceased in September 2023

⁴ Ceased June 2023. The number of meetings excludes stage 1 and 2 interviews.

⁶ Formed in September 2023

⁷ Left the Board in May 2023

⁸ Excluded from the Board meeting on the Chair search decision

JANUARY – MARCH 2024

Name	Board	Board Committees						
		Finance, Audit and Risk	Governance	People and Culture	Policy	Reporting and Assessment	Strategy	
Wendy Cromwell	2/2					1/1		
Sharon Hendricks	1/2		1/1	1/1				
Conor Kehoe	2/2							
Takeshi Kimura	2/2	1/1	1/1		1/1			
Denísio Liberato	2/2	1/1			1/1			
Rebeca Minguela	2/2		0/1				1/1	
Wilhelm Mohn	2/2	1/1		1/1		1/1		
Torben Möger Pedersen	2/2			1/1	1/1			
Lebogang Mokgabudi	2/2	1/1					1/1	
Sanda Ojiambo	2/2		1/1					
Tycho Sneyers	2/2		1/1				1/1	
Laetitia Tankwe	2/2				1/1	1/1	1/1	
Eric Usher	2/2				1/1			

2024 SIGNATORY GENERAL MEETING

The PRI wants to encourage an active dialogue between signatories and the Board. The annual general meeting of signatories – the Signatory General Meeting (SGM) – is an important forum for communication between the Board and signatories.

The SGM is an online event, and to accommodate the PRI's global signatory base, there will be two SGMs held on 10 September 2024: at 08:00 – 09:30 BST and 17:00 – 18:30 BST. A recording of the meetings will be available online for signatories who are not able to attend.

The SGM is an opportunity for the Board to report to signatories on:

- the PRI's strategy and its implementation;
- the work undertaken by the Board and its committees during the previous year;
- results of the strategy consultation; and
- announce the 2024 PRI Board election candidates.

The PRI sought input from signatories in June 2024 by inviting signatories to contribute any agenda items and resolutions to be put to a vote. No agenda items or resolutions were received by the deadline of 10 July.

We have allocated time in the meeting for signatory questions. Questions can be asked live during the meeting, although where possible signatories are asked to submit questions in advance, particularly any detailed financial or legal questions. This should be done by email to governance@unpri.org, by 3 September.

AGENDA

- 1. PRI BOARD REPORT Conor Kehoe, Chair, PRI Board
- 2. MANAGEMENT AND FINANCIAL REPORT David Atkin, Chief Executive Officer Cambria Allen-Ratzlaff, Chief RI Ecosystems Officer Tamsin Ballard, Chief Initiatives Officer Nathan Fabian, Chief Sustainable Systems Officer Esther Teeken, Chief Operating Officer
- 3. PRI GOVERNANCE Conor Kehoe, Chair, PRI Board
- 4. **Q&A** Chair and Executive

For more information on the online SGM and how to participate, visit the <u>SGM 2024 website</u>.

Signatories approved the <u>2023 SGM minutes</u> via an online vote last year, alongside the PRI Board election vote.



2024 SIGNATORY VOTING

As a membership organisation, to continue to thrive the PRI needs to engage signatories with relevant work and activities. Likewise, it is important for signatories to remain engaged and active in our governance.

From 17 September to 26 November 2024, signatories will be invited to vote on various elements of the PRI's governance.

Online signatory voting opens on 17 September. Signatories will receive a voting ballot via email. Please make your vote count.

The table below shows the voting opportunities available to signatories in each category.

	Asset owners	Investment managers	Service providers
Vote for three asset owner representatives in the PRI Board election	\checkmark		
Vote for one investment manager representative in the PRI Board election		✓	
Vote to receive the PRI Annual Report and Accounts	\checkmark	\checkmark	\checkmark
Vote to approve the Signatory General Meeting minutes	\checkmark	\checkmark	\checkmark
Vote to confirm the appointment of the auditor	\checkmark	\checkmark	\checkmark

SIGNATORY RIGHTS

Signatory rights are enshrined in the <u>Articles</u>.

Signatories have the right to:

- approve amendments to the Articles and Principles;
- nominate candidates for, and vote in, Board elections;
- confirm the appointment of the Chair;
- receive the annual accounts;
- confirm the appointment of the auditor;
- approve the minutes of an SGM;
- formal consultation;
- call for an extraordinary election of directors;
- propose a non-binding resolution.

See more information on signatory rights.

LOOKING AHEAD

A NEW STRATEGY FOR A CHANGING WORLD

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A NEW STRATEGY FOR A CHANGING WORLD

Our new strategy has two overarching objectives:

- to maximise the value we deliver to signatories in a rapidly evolving environment;
- to support signatories to play a meaningful role in achieving a global financial system.

As our 2021-24 strategic plan drew to a close, we recognised that the <u>landscape for responsible investors</u> <u>has changed</u>. Based on the context of the operating environment that responsible investors face today, feedback from signatories and alignment with our core strengths, our refreshed strategy will continue to support signatories in progressing their responsible investment practices and taking action on barriers to, and enablers for, a sustainable financial system.

Through <u>consultation</u> in early 2024, signatories expressed broad support for the four focus areas we identified, which centre around: signatory progression, regional ecosystems, collaborative initiatives and the policy environment.

READ OUR NEW STRATEGY PLAN

NEW STRATEGY FOCUS AREAS

Focus area	Implementation
Driving signatory progression on responsible investment while streamlining mandatory reporting	We will develop a new way for signatories to demonstrate responsible investment progress. Tailored Progression Pathways will provide support, guidance and resources to help both new and advanced signatories develop their responsible investment practices in line with their individual responsible investment objectives, mandates and regulatory context – as well as, in time, enabling meaningful benchmarking against peers. A streamlined reporting process will enable signatories to implement the six principles with reduced effort, so signatories can redirect resources towards progression. Both progression pathways and reporting would, over the strategic planning period, recognise equivalent reporting frameworks across jurisdictions and organisations.
Strengthening regional responsible investment ecosystems in both mature markets and emerging and developing economies	Local contact points with specific regional expertise will work with signatories within and across their ecosystems, providing greater opportunities for knowledge sharing and collaborative action, and support to progress their responsible investment practices. Where appropriate, we will introduce agreements with network partners such as local SIFs and other industry associations to improve coordination between the PRI and partner groups, reducing duplication of effort and allowing us to amplify each other's work. We will also increase our support for responsible investment in emerging and developing markets, acting as a bridge between investors in these markets and those in developed markets to meet global sustainable development goals together.
Amplifying signatory impact by supporting and leading collaborative initiatives	Signatories will have opportunities to collaborate through established and new, PRI-led and PRI-supported stewardship, target setting and peer learning initiatives, as well as improved access to platforms and information to help navigate collaborative initiatives. Advanced signatories will have unique opportunities to explore, establish and drive progress through collaboration.
Strengthening the enabling environment for responsible investment by influencing government and multilateral policy and financial market practices	We will work closely with signatories, especially those that are large, experienced and highly engaged, to represent the investor voice on key policy and regulatory developments. We will use our experience with signatories to inform our work with policymakers, regulators and other system actors to create transparent markets and align to policies, regulatory frameworks and market structures with sustainability outcomes.

WAYS TO GET INVOLVED

The PRI is a collaborative, investor-led organisation. Signatories can <u>get involved</u> with our work by joining our advisory committees and groups, signing up to our initiatives and statements, or providing case studies. These are our current open opportunities:

JOIN OUR COMMITTEES AND WORKING GROUPS

Advisory committees and working groups guide the PRI's work and help to implement our projects. View the full list of our <u>committees and groups</u>.

CALLS FOR CASE STUDIES AND SURVEYS

Sharing practical examples of best practice among responsible investors is a core part of PRI's work.

INVESTOR LETTERS, STATEMENTS AND CONSULTATION RESPONSES

PRI represents our signatories' views to global business, policy makers and regulators.

PRI IN PERSON 2024

Metro Toronto Convention Centre, Toronto, 8-10 October 2024

RESPONSIBLE INVESTMENT IN PRACTICE -IN LONDON

After successful inaugural cohorts in Malaysia, the PRI Academy is bringing the Responsible Investment in Practice programme to London, 10 September 2024.

JOIN OUR COLLABORATIVE ENGAGEMENTS

The PRI Collaboration Platform

The Collaboration Platform is a unique forum that allows investors to pool resources, share information and enhance their influence on ESG issues. It is also a hub for academics and investors to connect and engage with research.

FIND OUT MORE

VISIT OUR PUBLIC RESOLUTION DATABASE

Climate Action 100+

Climate Action 100+ (CA100+) is an investor-led initiative to ensure the world's largest corporate greenhouse gas emitters take necessary action on climate change.

<u>Collaborative Sovereign Engagement on Climate</u> <u>Change</u>

The Collaborative Sovereign Engagement on Climate Change is a pilot PRI-led investor initiative to support governments to act on climate change.

Advance

Advance is a PRI-led collaborative initiative that enables investors to better protect and enhance investment returns through collaborative engagement that seeks to advance human rights and positive outcomes for people.

Spring

Spring is a PRI collaborative initiative for nature, convening investors to use their influence to halt and reverse global biodiversity loss by 2030that provides an opportunity for signatories to address the financially material risks stemming from global nature loss.

PRI-LED AND SUPPORTED INVESTOR INITIATIVES

Net-Zero Asset Owner Alliance Net Zero Asset Managers Initiative Net Zero Investment Consultants Initiative Net Zero Financial Service Providers Alliance Net Zero Asset Managers Initiative Net Zero Investment Consultants Initiative Net Zero Financial Service Providers Alliance Initiative Climat International (iCl) Climate Engagement Canada (CEC) China Climate Engagement Initiative (CCEI)

The Principles for Responsible Investment (PRI)

The PRI works with its international network of signatories to put the six Principles for Responsible Investment into practice. Its goals are to understand the investment implications of environmental, social and governance (ESG) issues and to support signatories in integrating these issues into investment and ownership decisions. The PRI acts in the long-term interests of its signatories, of the financial markets and economies in which they operate and ultimately of the environment and society as a whole.

The six Principles for Responsible Investment are a voluntary and aspirational set of investment principles that offer a menu of possible actions for incorporating ESG issues into investment practice. The Principles were developed by investors, for investors. In implementing them, signatories contribute to developing a more sustainable global financial system.

More information: www.unpri.org



The PRI is an investor initiative in partnership with **UNEP Finance Initiative** and the **UN Global Compact**.

United Nations Environment Programme Finance Initiative (UNEP FI)

UNEP FI is a unique partnership between the United Nations Environment Programme (UNEP) and the global financial sector. UNEP FI works closely with over 200 financial institutions that are signatories to the UNEP FI Statement on Sustainable Development, and a range of partner organisations, to develop and promote linkages between sustainability and financial performance. Through peer-to-peer networks, research and training, UNEP FI carries out its mission to identify, promote, and realise the adoption of best environmental and sustainability practice at all levels of financial institution operations.

More information: www.unepfi.org



United Nations Global Compact

The United Nations Global Compact is a call to companies everywhere to align their operations and strategies with ten universally accepted principles in the areas of human rights, labour, environment and anti-corruption, and to take action in support of UN goals and issues embodied in the Sustainable Development Goals. The UN Global Compact is a leadership platform for the development, implementation and disclosure of responsible corporate practices. Launched in 2000, it is the largest corporate sustainability initiative in the world, with more than 8,800 companies and 4,000 non-business signatories based in over 160 countries, and more than 80 Local Networks.

More information: www.unglobalcompact.org

