

**Registered number: 10262961**

**THUS GROUP PLC PENSION SCHEME  
REPORT AND FINANCIAL STATEMENTS  
YEAR ENDED 31 DECEMBER 2024**

THUS GROUP PLC PENSION SCHEME

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## THUS GROUP PLC PENSION SCHEME

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### TRUSTEES AND THEIR ADVISERS YEAR ENDED 31 DECEMBER 2024

<b>Company Appointed Trustees</b>	IR Armour, Chairman of the Trustees C Kingston on behalf of Capital Cranfield Pension Trustees Limited C Scott
<b>Member-Nominated Trustees</b>	R Braithwaite J Pender
<b>Principal Employer</b>	Vodafone Limited
<b>Participating Employer</b>	Vodafone Group Services Limited
<b>Actuary</b>	Stuart Cook, FIA Willis Towers Watson Plc
<b>Administrator</b>	Aon Solutions UK Limited
<b>Independent Auditor</b>	Grant Thornton UK LLP
<b>Banker</b>	HSBC Bank plc
<b>Investment Managers</b>	Legal & General Assurance (Pensions Management) Limited (‘LGIM’) M&G Investment Management Limited (appointed 30 May 2024)
<b>AVC Provider</b>	Standard Life Assurance Limited (‘Standard Life’)
<b>Death-in-Service Provider</b>	Legal & General Assurance Society Limited
<b>Legal Adviser</b>	Pinsent Masons LLP
<b>Contact Details</b>	Gillian Morrison Aon Solutions UK Limited Atria One 144 Morrison Street Edinburgh EH3 8JB  gillian.morrison@aon.com 0131 456 6411

## THUS GROUP PLC PENSION SCHEME

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### TRUSTEES' REPORT YEAR ENDED 31 DECEMBER 2024

#### Introduction

The Trustees of THUS Group Plc Pension Scheme (the 'Scheme') are pleased to present the annual report together with the audited financial statements for the year ended 31 December 2024.

#### Constitution and management

The Scheme is an occupational Defined Benefit ('DB') pension scheme. The Scheme is governed by a Trust Deed, as amended from time to time, and is administered by Aon Solutions UK Limited in accordance with the establishing document and Rules solely for the benefit of its members and other beneficiaries.

The Trustees are shown on page 1.

Under the Trust Deed and Rules of the Scheme, the Trustees are appointed and removed by the Principal Employer, subject to the Member-Nominated arrangements.

Capital Cranfield Pension Trustees Limited is a company appointed independent Trustee that is a professional Trustee Company.

In accordance with the Pensions Act 2004, at least one third of the total number of Trustees must be nominated by Scheme members. The Member-Nominated Trustees ('MNTs') are elected from the membership.

A Trustee can choose to retire from office at any time. A Member-Nominated Trustee can only be removed with the agreement of all other Trustees. Company Appointed Trustees are removed by the Principal Employer.

The Trustees have appointed professional advisers and other organisations to support them in delivering the Scheme's objectives. These individuals and organisations are listed on page 1. The Trustees have written agreements in place with each of them.

#### Trustee meetings

The Trustee Board met formally four times during the year to consider the business of the Scheme.

#### Scheme changes

There were no significant changes to the Scheme in the year.

#### Financial statements

The financial statements included in this annual report have been prepared and audited in accordance with the regulations made under Sections 41 (1) and (6) of the Pensions Act 1995.

## THUS GROUP PLC PENSION SCHEME

### TRUSTEES' REPORT YEAR ENDED 31 DECEMBER 2024

#### Membership

Details of the membership changes of the Scheme in the year are as follows:

	Actives	Deferreds	Pensioners	Total
Members at the start of the year	25	267	295	587
Adjustments to members	(1)	-	4	3
New spouses and dependants	-	-	2	2
Retirements	(6)	(17)	23	-
Deaths	-	-	(5)	(5)
Members at the end of the year	18	250	319	587

Pensioners include 32 (2023: 27) individuals receiving a pension upon the death of their spouse who was a member of the Scheme. Pensioners also include 1 (2023: 1) child dependant and 3 (2023: 3) dependants in receipt of a pension. The latter are all adult dependants who were financially dependent on a deceased member, in lieu of a surviving spouse.

These membership figures do not include movements notified to the Administrator after the completion of the annual renewal.

The adjustments shown above relate to timing differences between the effective date of leaving or retiring and the actual date the administration system was updated.

#### Pension increases

Increase rates applied on 1 January 2024 were:

Tranche of pension	Escalation Rate	2024 Rate
GMP element pre 5 April 1988	Nil	0%
GMP element post 5 April 1988	Consumer Price Index ('CPI') at 3% (Statutory) (From 1 April 2021)	3%
Pension in excess of GMP accrued pre 5 April 1997	Retail Price Index ('RPI') at previous September capped at 5%	5%
Pension accrued post 5 April 1997	RPI at previous September capped at 5%	5%
Non-Escalating element	Nil	0%
Post 31 March 2007 (Annuity)	RPI at previous September capped at 5%	5%

There were no discretionary pension increases in the year.

Deferred benefits are increased in line with legislation and the Scheme Rules.

## THUS GROUP PLC PENSION SCHEME

### TRUSTEES' REPORT YEAR ENDED 31 DECEMBER 2024

#### Transfers

Cash equivalents paid during the year with respect to transfers have been calculated and verified in the manner prescribed by the Pension Schemes Act 1993 and do not include discretionary increases.

Transfers into the Scheme are not allowed.

#### Contributions

Contributions were paid in accordance with the Schedules of Contributions certified by the Scheme Actuary on 4 February 2022 and 30 September 2024.

The Schedule of Contributions certified on 4 February 2022 stated the following rates of contributions being payable in the year.

From 1 April 2022:

	Employer Contribution	Employee Contribution
Protected Persons (other than below)	51.5%	5%
Former members of the United Utilities Group of ESPS	51.5%	6%
Former members of the Arqiva DBPP	51.5%	6%
Former members of the Viridian Group PP	51.5%	6%
Former members of EDF Energy Generation and Supply Group of ESPS	51.5%	6%

The Schedule of Contributions certified on 30 September 2024 stated the following rates of contributions being payable in the year.

From 1 October 2024:

	Employer Contribution	Employee Contribution
Protected Persons (other than below)	25.6%	5%
Former members of the United Utilities Group of ESPS	25.6%	6%
Former members of the Arqiva DBPP	25.6%	6%
Former members of the Viridian Group PP	25.6%	6%
Former members of EDF Energy Generation and Supply Group of ESPS	25.6%	6%

In accordance with the Schedules of Contributions, both the Employer and Employee contributions were paid no later than 19 days after the end of the calendar month to which they relate.

Per the Schedule of Contributions certified on 30 September 2024, the Scheme being fully funded as at 31 December 2023, the employers are not required to pay deficit contributions over the period on this schedule.

## THUS GROUP PLC PENSION SCHEME

### TRUSTEES' REPORT YEAR ENDED 31 DECEMBER 2024

#### Report on Actuarial Liabilities

As required by Financial Reporting Standard 102, 'The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland' ('FRS 102'), the financial statements do not include liabilities in respect of promised retirement benefits.

Under Section 222 of the Pensions Act 2004, every scheme is subject to the Statutory Funding Objective, which is to have sufficient and appropriate assets to cover its technical provisions. The technical provisions represent the present value of the benefits members are entitled to based on pensionable service to the valuation date. This is assessed using the assumptions agreed between the Trustees and the Employer and set out in the Statement of Funding Principles, which is available to Scheme members on request.

The most recent full actuarial valuation of the Scheme was carried out as at 31 December 2023. The funding position at this date was:

	<b>31 December 2023</b> <b>£000</b>
The value of the Technical Provisions was:	157,100
The value of the assets at that date was:	159,800

The method and significant actuarial assumptions used to determine the technical provisions are as follows:

#### Method

The actuarial method used in the calculation of the Technical Provisions was the Projected Unit Credit method. Assets will be taken into account at market value.

#### Significant actuarial assumptions

**Discount rate:** single equivalent rate of 5.06% p.a. as at 31 December 2023, selected bearing in mind the Scheme's current investment policy and expected future de-risking of this. The Trustees and the employers have agreed that the investment return assumption will be consistent with the yields on UK Government bonds of duration consistent with the liabilities. However, a margin will be added to reflect some additional return expected from other assets held by the Scheme. This additional margin is subject to the Trustees agreeing, having considered the advice of the Actuary, that this is appropriate and prudent for the purpose of the Scheme's statutory funding objective. The degree of prudence will take into account the Trustees' view of the employers' covenant, allowing, where appropriate, for any guarantees from other companies within the group, together with information from a realistic asset return model such as the WTW Investment Model assumptions at the valuation date;

**Salary increase:** single equivalent rate of 2.65% p.a. as at 31 December 2023, taken as price inflation plus a margin to be determined after consultation with the employers at each valuation;

**Future price inflation (RPI Index):** single equivalent rate of 3.35% p.a. as at 31 December 2023, set by considering the markets' expectations of future inflation levels. Such expectations are derived by taking into account information from the index linked and fixed interest bond markets at the effective date of the actuarial valuation;

**Future price inflation (CPI Index):** single equivalent rate of 2.81% p.a. as at 31 December 2023, set based on the RPI assumption allowing for differences between the construction and constituents of the two indices. In particular this difference will be nil from 2030 unless agreed otherwise by the Trustees and employers;

## THUS GROUP PLC PENSION SCHEME

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### TRUSTEES' REPORT YEAR ENDED 31 DECEMBER 2024

#### Report on Actuarial Liabilities (continued)

**Pension increase:** the RPI or CPI assumption will be used as appropriate as the basis for determining the various pension increase assumptions for the different types of Scheme pension, after making suitable allowance for any minimum or maximum increase limits;

**Mortality:** 97% and 108% (male and female) SAPS S3 All Pensioner tables. Improvements from 2013 (2013 is the base year for the S3 tables) are assumed to be in line with the CMI 2023 'Core Projection' model with a long-term trend rate of 1.5% per annum, an initial addition parameter of 0.25% and the default values of the core smoothing and the core 2020, 2021, 2022 and 2023 weight parameters;

**GMP equalisation:** No explicit reserve has been included in the liabilities, for the potential cost of equalising GMPs, for the actuarial valuation as at 31 December 2023. The impact of GMP equalisation was deemed not be significant at well under 1% of the technical provisions.



THUS GROUP PLC PENSION SCHEME

TRUSTEES' REPORT  
YEAR ENDED 31 DECEMBER 2024

Investment matters

Management and custody of investments

As required by Section 35 of the Pensions Act 1995, the Trustees have prepared a Statement of Investment Principles ('SIP'). A copy of the SIP can be found on the Scheme's website at [https://pensions.vodafone.co.uk/documents/thus/thus\\_group\\_plc\\_pension\\_scheme\\_sip\\_update\\_october\\_2023.pdf](https://pensions.vodafone.co.uk/documents/thus/thus_group_plc_pension_scheme_sip_update_october_2023.pdf) and is available on request from the Secretary to the Trustees.

The Trustees have delegated management of investments to the investment manager shown on page 1. This manager, who is regulated by the Financial Conduct Authority in the United Kingdom, manages the investments in line with the investment manager agreements which is designed to ensure that the objectives and policies captured in the SIP are followed.

The Trustees have considered environmental, social and governance ('ESG') factors for investments (including but not limited to climate change) and have delegated to the investment manager the responsibility for taking these considerations into account when assessing the financial potential and suitability of an investment and for exercising the rights (including voting rights) relating to the Scheme's investments.

The investment manager is paid fees for its services. The fees are calculated as a percentage of the market value of the part of the Scheme that it manages.

The Trustees have not appointed a custodian to the Scheme as the investment manager appoints a custodian for the assets underlying the investments it manages for the Trustees. The Custodian appointed by the investment manager is shown below:

Manager	Custodian
Legal & General Assurance (Pensions Management) Limited	Citibank N.A.
M&G Investment Management Limited	State Street Custodial Services (Ireland) Limited (SSCSIL)

The Custodians are responsible for the safe keeping, monitoring and reconciliation of documentation relating to the ownership of listed investments. Investments are held in the name of the Custodian's nominee company, in line with common practice for pension scheme investments.

The Trustees have considered the nature, disposition, marketability, security and valuation of the Scheme's investments and believe them to be appropriate relative to the reasons for holding each class of investments.

## THUS GROUP PLC PENSION SCHEME

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### TRUSTEES' REPORT YEAR ENDED 31 DECEMBER 2024

#### Investment report

##### Investment strategy

The investment objectives are:

- a) The acquisition of suitable assets of appropriate liquidity which will generate income and capital growth to meet, together with new contributions from members and the Company, the cost of current and future benefits which the Scheme provides.
- b) To limit the risk of assets failing to meet the liabilities over the long-term.
- c) To minimise the long-term costs of the Scheme by maximising the return on the assets while having regard to the objective shown under b).

The Trustees set the investment strategy taking into account considerations such as the strength of the employer covenant, the long-term liabilities and the funding agreed with the Company. The investment strategy is set out in its Statement of Investment Principles ('SIP').

The current strategy is to hold:

- 45% in investments in a bespoke Liability Driven Investment portfolio.
- 55% in return seeking investments comprising global equities, Diversified Growth Fund, and UK property.

The Scheme's current strategic asset allocation was reviewed in October 2023.

At the year end the investment assets were not in line with the benchmark range set out in the Statement of Investment Principles in place at the year end date.

## THUS GROUP PLC PENSION SCHEME

### TRUSTEES' REPORT YEAR ENDED 31 DECEMBER 2024

#### Investment report (continued)

#### Asset Performance

The time-weighted investment returns on Scheme's assets were as follows:

	Performance (%) Last 1 year			Performance (%) Last 3 years			Performance (%) Last 5 years		
	Client Return	Index Return	Relative Return	Client Return	Index Return	Relative Return	Client Return	Index Return	Relative Return
<b>Total</b>	<b>(2.59)</b>			<b>(12.75)</b>			<b>(3.77)</b>		

The following performance returns are for assets over 5% of the total fund value.

	Performance (%) Last 1 year			Performance (%) Last 3 years			Performance (%) Last 5 years		
	Client Return	Index Return	Relative Return	Client Return	Index Return	Relative Return	Client Return	Index Return	Relative Return
<b>GPBE - All World Equity Index Fund</b>	19.33	19.75	(0.42)	8.52	8.65	(0.13)	11.60	11.68	(0.08)
<b>GPBF - All World Equity Index Fund -GBP Currency Hedged</b>	20.29	20.71	(0.42)	7.11	7.25	(0.14)	10.78	10.87	(0.09)
<b>MAAA - Diversified Fund</b>	7.38	20.88	(13.50)	1.73	8.52	(6.79)	3.98	12.16	(8.18)

*Performance figures for the M&G fund and the FB – 2035 Index Linked Gilt Fund are unavailable for 2024 as the Scheme has been invested for less than 1 year.*

Market commentary provided by LGIM.

#### Equities

Global equity indices rose very strongly in US dollar terms over the past year, despite ongoing (albeit rapidly easing) inflationary worries, largely tight developed market monetary policy and recessionary fears in some parts.

Against this backdrop, UK equities rose strongly in sterling terms, but underperformed the global average. There were notably strong showings from financials, along with industrials, technology and consumer discretionary. Almost all other sectors made decent gains over the period, with the only negatives coming in the form of energy, real estate, utilities and basic materials, which finished the 12 months firmly in the red.

US equity markets delivered stellar double-digit returns for the 12 months, outperforming the global average, in US dollar terms. Over the past year, the knock-out performance of the communication services, technology (boosted by excitement over the potential of artificial intelligence), financials, and consumer discretionary sectors drove the strong index-level performance. All sectors made ground over the period, with the exception of materials, which finished in marginally negative territory.

European equities made solid gains over the 12 months but comfortably underperformed the global average in euro terms. At the sector level, financials, banks, telecoms, technology, and general industrials were the standout performers, all with stellar high double-digit returns. However, there were a number of weaker areas of the market, with consumer staples the standout laggard, and notable losses for autos and parts and basic materials.

## THUS GROUP PLC PENSION SCHEME

### TRUSTEES' REPORT YEAR ENDED 31 DECEMBER 2024

#### Investment report (continued)

##### Equities (continued)

Asia Pacific ex Japan equity markets rose very strongly over the past 12 months in US dollar terms but underperformed global equities. While Chinese equities lagged for much of the first few months of the period, the asset class made knockout gains for the period as a whole, despite ongoing fears about the state of its property market and the general health of its economy, as Beijing provided increasing support for the world's second largest economy. Meanwhile, India enjoyed a very positive year, posting a double-digit return, although it lost ground late in the period.

Emerging markets enjoyed a strong 12 months in US dollar terms, albeit finishing behind the global average. As mentioned above, China rose, India soared, while Brazil finished very firmly in negative territory.

##### Bonds

Benchmark developed market government bond yields painted a mixed picture over the period. At the headline level, the yield on 10-year US Treasuries rose (prices fell) by some 70 basis points over the period but that masks notable moves either way over the course of the 12 months.

The yield on the 10-year UK gilt also endured a mixed 12 months, with its own sharp fluctuations. It rose over the 12 months. Gilt yields rose in early 2024, fell midway through the period, before rising once again as Chancellor Rachel Reeves announced her first budget. Indeed, gilt yields rose by almost 100 basis points over the course of the 12 months. Elsewhere, the yield on the 10-year German bund also moved higher over the period, albeit at much more muted levels than its UK and US counterparts.

Meanwhile, Japanese government bond yields almost doubled over the 12 months. Early in the period the BoJ made the notable move to effectively scrap its yield curve control, having eased the limits over the course of the past 12 months. The policy, in place since 2016, had limited the movement of the 10-year bond yield to 0.5%.

Investment grade bond spreads in the US, UK and Europe all narrowed notably over the review period. High yield bond spreads similarly narrowed significantly over the year as a whole, although widened marginally into year end. Despite the headwinds of tight Fed monetary policy, fears of a US recession and ongoing worries around the economic growth prospects of the world's second largest economy, China, emerging market debt held up remarkably well over the period, making decent gains.

##### Property

The effects of elevated interest rates, coupled with reduced loan availability and softer economic growth, continued to be felt across the property market over the period, despite rate cuts throughout the six months. In the UK commercial property market, retail capital values have started to hold up well after a challenging couple of years, although the office market is still struggling with high vacancy rates. Meanwhile, industrial capital values have continued to move higher, supported by robust rental growth. Elsewhere, while the UK residential property market had weakened as interest rates sustained their ascent, a turnaround has continued. Indeed, the Nationwide House Price Index rose by 4.7% in the year to December, its tenth consecutive monthly rise and fastest pace of growth since October 2022.

## THUS GROUP PLC PENSION SCHEME

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### TRUSTEES' REPORT YEAR ENDED 31 DECEMBER 2024

#### **Engagement Policy Implementation Statement ('EPIS')**

The Trustees have prepared an Engagement Policy Implementation Statement in accordance with legislation. This statement is shown on pages 36 to 44.

#### **Employer related investments**

The investments of the Scheme are invested in accordance with Section 40 of the Pensions Act 1995. Details of any Employer related investments are disclosed in note 19 to the financial statements.

## THUS GROUP PLC PENSION SCHEME

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### TRUSTEES' REPORT YEAR ENDED 31 DECEMBER 2024

#### Further information

Further information about the Scheme is available, on request, to members, their spouses and other beneficiaries together with all recognised trade unions. In particular, the documents constituting the Scheme, the Rules and a copy of the latest actuarial report and the Trustees' SIP can be inspected.

Individual benefit statements are provided to active members annually. In addition to the information shown on these statements members can request details of the amount of their current transfer value and, if applicable, the current amount of any refund of contributions to which they would be entitled on leaving service. Such requests are available free of charge once a year.

If members have any queries concerning the Scheme or their own pension position, or wish to obtain further information, they should contact Gillian Morrison at the contact details on page 1, who will also be able to provide them with a further copy of the Scheme's booklet should they require one and answer any queries that they may have about entitlement to benefits.

Aon Solutions UK Limited processes the personal data as contained in this report and financial statements for the purpose of providing the Trustees with a report and financial statements on the operation of the Scheme. Aon Solutions UK Limited processes personal data in the context of providing pension scheme administration services on behalf of the Trustees, the data controller. Aon Solutions UK Limited, when operating in its capacity as a data processor who provides the members of the Scheme with pension scheme administration services on behalf of the Trustees, will comply with the applicable legislation including any data protection legislation and the instructions of the Trustees.

The Trustees or the Employer will ensure the data subjects of whom personal data is processed for the purposes of this report and financial statements are informed of the processing activities in accordance with the requirements of the applicable data protection legislation.

## THUS GROUP PLC PENSION SCHEME

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### TRUSTEES' REPORT YEAR ENDED 31 DECEMBER 2024

#### Governing bodies, regulators and sources of reference

##### Pension Tracing

The Scheme is registered with the Pension Tracing Service which maintains a list of up to date addresses of schemes to assist ex-members in tracing their rights if they have lost contact with the previous Employers' scheme. The address for the Pension Tracing Service is:

The Pensions Service  
Post Handling Site A  
Wolverhampton  
WV98 1AF

0800 731 0469  
[www.gov.uk/find-pension-contact-details](http://www.gov.uk/find-pension-contact-details)

##### The Pensions Regulator

The Pensions Regulator ('TPR') is the United Kingdom ('UK') regulator of work-based pension schemes.

TPR's role is to act to protect the interest of pension scheme members and to enforce the law as it applies to occupational pension schemes.

The regulations set out clearly the areas that TPR covers and the powers that are vested in it. For example, TPR can prohibit or disqualify Trustees for acting unlawfully, and can impose fines.

TPR can be contacted at:

The Pensions Regulator  
Telecom House  
125-135 Preston Road  
Brighton  
BN1 6AF

0345 600 0707  
[customersupport@tpr.gov.uk](mailto:customersupport@tpr.gov.uk)  
[www.thepensionsregulator.gov.uk](http://www.thepensionsregulator.gov.uk)

##### The Pension Protection Fund

The Pension Protection Fund was established to provide compensation to members of eligible pension schemes, when there is a qualifying insolvency event in relation to the Employer and where there are insufficient assets in the pension scheme to cover Pension Protection Fund levels of compensation.

The Pension Protection Fund can be contacted at:

PPF Member Services  
Pension Protection Fund  
PO Box 254  
Wymondham  
NR18 8DN

0330 123 2222  
[ppfmembers@ppf.co.uk](mailto:ppfmembers@ppf.co.uk)  
[www.ppf.co.uk](http://www.ppf.co.uk)

## THUS GROUP PLC PENSION SCHEME

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### TRUSTEES' REPORT YEAR ENDED 31 DECEMBER 2024

#### Governing bodies, regulators and sources of reference (continued)

##### Questions about pensions

If you have any questions about your pension, MoneyHelper, which is part of the Money and Pensions Service, provides professional, independent and impartial help with pensions for free. Services include independent information and general guidance on pension matters.

MoneyHelper can be contacted at:

Money & Pensions Service  
Bedford Borough Hall  
138 Cauldwell Street  
Bedford  
MK42 9AB

0800 011 3797  
[www.moneyhelper.org.uk](http://www.moneyhelper.org.uk)

##### Resolving difficulties/Internal Dispute Resolution

It is expected that most queries relating to benefits can be resolved with the Scheme's Administrator. In the event that a member's complaint cannot be resolved by the Administrator they may make a formal complaint using the Scheme's Internal Dispute Resolution ('IDR') procedure, details of which can be obtained from the Administrator or use the Pensions Ombudsman's informal Early Resolution Service.

If the complaint is not resolved satisfactorily, you have the right to refer your complaint to The Pensions Ombudsman free of charge. The Pensions Ombudsman can be contacted at:

The Pensions Ombudsman  
10 South Colonnade  
Canary Wharf  
London  
E14 4PU

0800 917 4487  
[enquiries@pensions-ombudsman.org.uk](mailto:enquiries@pensions-ombudsman.org.uk)  
[www.pensions-ombudsman.org.uk](http://www.pensions-ombudsman.org.uk)

You can also submit a complaint online: [www.pensions-ombudsman.org.uk/making-complaint](http://www.pensions-ombudsman.org.uk/making-complaint)



## THUS GROUP PLC PENSION SCHEME

### TRUSTEES' REPORT YEAR ENDED 31 DECEMBER 2024

#### Statement of Trustees' Responsibilities

The financial statements, which are prepared in accordance with applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice), are the responsibility of the Trustees. Pension scheme regulations require, and the Trustees are responsible for ensuring, that those financial statements:

- show a true and fair view of the financial transactions of the Scheme during the year, and of the amount and disposition at the end of the Scheme year of its assets and liabilities, other than liabilities to pay pensions and benefits after the end of the scheme year; and
- contain the information specified in Regulations 3A of the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996, including making a statement whether the financial statements have been prepared in accordance with the relevant financial reporting framework applicable to occupational pension schemes.

In discharging the above responsibilities, the Trustees are responsible for selecting suitable accounting policies, to be applied consistently, making any estimates and judgments on a prudent and reasonable basis, and for the preparation of the financial statements on a going concern basis unless it is inappropriate to presume that the Scheme will not be wound up.

The Trustees are also responsible for making available certain other information about the Scheme in the form of an annual report.

The Trustees also have a general responsibility for ensuring that adequate accounting records are kept and for taking such steps as are reasonably open to them to safeguard the assets of the Scheme and to prevent and detect fraud and other irregularities, including the maintenance of an appropriate system of internal control.

The Trustees are responsible under pensions legislation for preparing, maintaining and from time to time reviewing and if necessary, revising a Schedule of Contributions showing the rates of contributions payable towards the Scheme by or on behalf of the Employer and the active members of the Scheme and the dates on or before which such contributions are to be paid. The Trustees are also responsible for keeping records in respect of contributions received in respect of any active member of the Scheme and for adopting risk-based processes to monitor whether contributions are made to the Scheme by the Employer in accordance with the Schedule of Contributions. Where breaches of the Schedule occur, the Trustees are required by the Pensions Acts 1995 and 2004 to consider making reports to The Pensions Regulator and the members.

The Trustees are responsible for the maintenance and integrity of the financial information of the Scheme included on the Scheme website. Legislation in the United Kingdom governing the preparation and dissemination of the financial statements may differ from the legislation in other jurisdictions.

#### Approval

The Trustees' Report, Statement of Trustees' Responsibilities and Engagement Policy Implementation Statement were approved by the Trustees and signed on their behalf by:

Trustee: *Ian Armour* Date: 29/7/2025

Trustee: *Roger Braithwaite* Date: 29/7/2025

## THUS GROUP PLC PENSION SCHEME

### INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF THUS GROUP PLC PENSION SCHEME

#### Opinion

We have audited the financial statements of the THUS Group Plc Pension Scheme (the 'Scheme') for the year ended 31 December 2024, which comprise the fund account, the statement of net assets (available for benefits) and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- show a true and fair view of the financial transactions of the Scheme during the year ended 31 December 2024, and of the amount and disposition at that date of its assets and liabilities, other than liabilities to pay pensions and benefits after the end of the year;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- contain the information specified in Regulation 3A of the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996, made under the Pensions Act 1995.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the 'Auditor's responsibilities for the audit of the financial statements' section of our report. We are independent of the Scheme in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Conclusions relating to going concern

We are responsible for concluding on the appropriateness of the Trustees' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Scheme's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the auditor's opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the Scheme to cease to continue as a going concern.

In our evaluation of the Trustees' conclusions, we considered the inherent risks associated with the Scheme including effects arising from macro-economic uncertainties such as uncertain interest and inflation rates and the volatility of global equity markets, we assessed and challenged the reasonableness of estimates made by the Trustees and the related disclosures and analysed how those risks might affect the Scheme's financial resources or ability to continue operations over the going concern period.

In auditing the financial statements, we have concluded that the Trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Scheme's ability to continue as a going concern for a period of at least twelve months from when the financial statements are approved by the Trustees.

## THUS GROUP PLC PENSION SCHEME

### INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF THUS GROUP PLC PENSION SCHEME

Our responsibilities and the responsibilities of the Trustees with respect to going concern are described in the relevant sections of this report

#### Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The Trustees are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

#### Responsibilities of Trustees

As explained more fully in the Trustees' responsibilities statement set out on page 15, the Trustees are responsible for the preparation of financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Trustees are responsible for assessing the Scheme's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Trustees either intend to wind up the Scheme, or have no realistic alternative but to do so.

#### Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below:

We obtained an understanding of the legal and regulatory frameworks that are applicable to the Scheme and determined that the most significant are the Pensions Act 1995 and 2004 and those that relate to the reporting frameworks (Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996, Financial Reporting Standard 102 (FRS 102) and the Statement of Recommended Practice 'Financial Reports of Pension Schemes' 2018 ('the SORP').

In addition, we concluded that there are certain significant laws and regulations that may have an effect on the determination of the amounts and disclosures in the financial statements and those laws and regulations such as, the Pensions Regulator's Codes of Practice and relevant compliance regulations (including the Annual Pensions Bill and tax legislation) under which the Scheme operates.

## THUS GROUP PLC PENSION SCHEME

### INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF THUS GROUP PLC PENSION SCHEME

#### Auditor's responsibilities for the audit of the financial statements (continued)

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our sector experience and through discussion with management, the Trustees, and from inspection of Trustees board minutes and legal and regulatory correspondence. We discussed the policies and procedures regarding compliance with laws and regulations with the Trustees.

We assessed the susceptibility of the Scheme's financial statements to material misstatement due to irregularities including how fraud might occur. We evaluated management's incentives and opportunities for manipulation of the financial statements and determined that the principal risks were in relation to the risk of management override of controls through posting inappropriate journal entries to manipulate results and the net assets for the year.

Our audit procedures involved:

- Journal entry testing, with a focus on large journals, manual journals, those journals with unusual account combinations or entries posted to suspense accounts; and
- Obtaining independent confirmations of material investment valuations and cash balances at the year end.

In addition, we completed audit procedures to conclude on the compliance of disclosures in the annual report and accounts with applicable financial reporting requirements.

These audit procedures were designed to provide reasonable assurance that the financial statements were free from fraud or error. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error and detecting irregularities that result from fraud is inherently more difficult than detecting those that result from error, as fraud may involve collusion, deliberate concealment, forgery or intentional misrepresentations. Also, the further removed non-compliance with laws and regulations is from events and transactions reflected in the financial statements, the less likely we would become aware of it.

The engagement partner's assessment is that all team members are qualified accountants or working towards that qualification and are considered to have sufficient knowledge and experience of schemes of a similar size and complexity, appropriate to their role within the team. The engagement team are required to complete mandatory pensions sector training on an annual basis, thus ensuring they have sufficient knowledge and understanding of the sector, the underlying applicable legislation and related guidance.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

#### Use of our report

This report is made solely to the Scheme's Trustees, as a body, in accordance with the Pensions Act 1995 and Regulations made thereunder. Our audit work has been undertaken so that we might state to the Scheme's Trustees those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Scheme's Trustees as a body, for our audit work, for this report, or for the opinions we have formed.

*Grant Thornton UK LLP*

Grant Thornton UK LLP  
Statutory Auditor, Chartered Accountants  
London

Date: 29/7/2025

## THUS GROUP PLC PENSION SCHEME

### FUND ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2024

	Note	2024 £000	2023 £000
<b>Contributions and benefits</b>			
Employer contributions	4	4,715	4,878
Employee contributions	4	38	28
		<u>4,753</u>	<u>4,906</u>
Benefits paid or payable	5	(6,402)	(5,248)
Payments to and on account of leavers	6	-	(825)
Administrative expenses	7	(983)	(868)
		<u>(7,385)</u>	<u>(6,941)</u>
<b>Net withdrawals from dealings with members</b>		<u>(2,632)</u>	<u>(2,035)</u>
<b>Returns on investments</b>			
Investment income	8	313	129
Change in market value of investments	9	(3,905)	5,796
Investment management expenses	10	(230)	(224)
<b>Net returns on investments</b>		<u>(3,822)</u>	<u>5,701</u>
<b>Net (decrease)/increase in the fund during the year</b>		(6,454)	3,666
<b>Opening net assets</b>		<u>159,826</u>	<u>156,160</u>
<b>Closing net assets</b>		<u><u>153,372</u></u>	<u><u>159,826</u></u>

The notes on pages 21 to 32 form part of these financial statements.

## THUS GROUP PLC PENSION SCHEME

### STATEMENT OF NET ASSETS (AVAILABLE FOR BENEFITS) AS AT 31 DECEMBER 2024

	Note	2024 £000	2023 £000
<b>Investment assets</b>			
Pooled investment vehicles	12	153,039	158,140
AVC investments	13	198	203
<b>Total net investments</b>		153,237	158,343
<b>Current assets</b>	17	394	1,988
<b>Current liabilities</b>	18	(259)	(505)
<b>Net assets available for benefits at 31 December</b>		153,372	159,826

The financial statements summarise the transactions of the Scheme and deal with the net assets at the disposal of the Trustees. They do not take account of obligations to pay pensions and benefits which fall due after the end of the Scheme year. The actuarial position of the Scheme, which does take account of such obligations, is dealt with in the Report on Actuarial Liabilities included in the Trustees' Report on pages 5 & 6. These financial statements and Actuarial Certificate should be read in conjunction with this report.

The notes on pages 21 to 32 form part of these financial statements.

These financial statements on pages 19 to 32 were approved by the Trustees and were signed on their behalf by:

Trustee: *Ian Armour* Date: 29/7/2025

Trustee: *Roger Brailhuwaite* Date: 29/7/2025

## THUS GROUP PLC PENSION SCHEME

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

#### 1. Basis of preparation

The individual financial statements have been prepared in accordance with the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996, Financial Reporting Standard 102 ('FRS 102') – The Financial Reporting Standard applicable in the UK and Republic of Ireland issued by the Financial Reporting Council and the guidance set out in the Statement of Recommended Practice ('SORP') (2018) - Financial Reports of Pension Schemes, published by the Pensions Research Accountants Group ('PRAG').

#### Going concern

The Trustees have performed a Going Concern assessment. Amongst other things, their assessment took into account the Scheme funding position, availability of liquid assets to fund cashflow requirements and the Employers' ability to continue to fund contributions. They also noted that there has been no decision made to wind up the Scheme. On this basis the Trustees consider the Going Concern basis appropriate.

#### 2. Identification of financial statements

THUS Group Plc Pension Scheme is a Defined Benefit occupational pension scheme established under trust under Scottish Law.

The address of the Scheme's registered office is Aon Solutions UK Limited, 144 Morrison Street, Edinburgh, EH3 8EX, United Kingdom.

#### 3. Accounting policies

The principal accounting policies applied to the preparation of the financial statements are set out below. These policies have been consistently applied unless otherwise stated.

#### Functional and presentational currency

The Scheme's functional and presentational currency is Pounds Sterling GBP.

#### Contributions

Normal and additional voluntary contributions, both from employees and Employers, are accounted for on an accruals basis in the period to which they relate.

Employers' deficit funding contributions are accounted for in the year in which they fall due in line with the Schedule of Contributions.

Employees' contributions made under a salary sacrifice arrangement are accounted for on an accruals basis and are categorised as Employers' contributions.

#### Benefits paid or payable

Pensions in payment are accounted for in the year to which they relate.

Benefits are accounted for in the period in which the member notifies the Trustees of their decision on the type and amount of the benefit to be taken, or if there is no member choice, on the date of retiring or leaving.

## THUS GROUP PLC PENSION SCHEME

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

#### 3. Accounting policies (continued)

##### Payments to and on account of leavers

Individual transfers to other schemes are accounted for when member liability is discharged which is normally when the transfer amount is paid.

##### Administrative expenses

Administrative expenses are accounted for on an accruals basis, net of recoverable VAT.

##### Investment income

Income from pooled investment vehicles is accounted for when declared by the fund manager.

Income from cash and short-term deposits is accounted for in these financial statements on an accruals basis.

##### Change in market value of investments

The change in market value of investments during the year comprise all increases and decreases in the market value of investments held at any time during the year, including profits and losses realised on sales of investments and unrealised changes in market value. In the case of pooled investment vehicles which are accumulation funds, where income is reinvested within the fund without issue of further units, change in market value also includes such income.

##### Investment management expenses

Investment management fees are accounted for on an accruals basis, net of recoverable VAT.

##### Valuation of investment assets

Investment assets are included in the financial statements at fair value. The methods of determining fair value for the principal classes of investment are:

Pooled investment vehicles which are unquoted or not actively traded are stated at bid price or single price where there is no bid/offer spread as provided by the investment managers at the year end.

AVC funds are included within the Statement of Net Assets (Available for Benefits) on the basis of fair values provided by the AVC provider at the year end.

##### Key accounting estimates and assumptions

The Trustees make estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. For the Scheme, the Trustees believe the only estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year are related to the valuation of the Scheme investments and, in particular, the pooled investment vehicles classified in level 3 of the fair value hierarchy included in note 14.



## THUS GROUP PLC PENSION SCHEME

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

#### 4. Contributions

	2024 £000	2023 £000
<b>Employer:</b>		
Normal	615	778
Deficit funding	4,100	4,100
	<u>4,715</u>	<u>4,878</u>
<b>Employee:</b>		
Additional voluntary contributions	38	28
	<u>38</u>	<u>28</u>

Employer normal contributions include £65K (2023: £76K) contributions in respect of salary sacrifice arrangements made available to certain members by the Employers.

Under the Schedule of Contributions certified on 4 February 2022, to eliminate the funding shortfall, deficit contributions of £4.1m were paid by 30 April 2022, no further deficit contributions are due from 1 May 2024 following the completion of the latest triennial valuation as this reported a surplus. Under the 30 September 2024 Schedule of Contributions no further deficit contributions are due.

#### 5. Benefits paid or payable

	2024 £000	2023 £000
Pensions	4,089	3,551
Commutations of pensions and lump sum retirement benefits	2,313	1,697
	<u>6,402</u>	<u>5,248</u>

#### 6. Payments to and on account of leavers

	2024 £000	2023 £000
Individual transfers to other schemes	<u>-</u>	<u>825</u>

## THUS GROUP PLC PENSION SCHEME

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

#### 7. Administrative expenses

	2024 £000	2023 £000
Administration and processing	323	279
Actuarial fees	479	299
Audit fees	24	21
Legal fees	84	158
Other professional fees	4	2
Scheme levies	9	47
Trustee fees and expenses	57	62
Bank charges	3	-
	983	868

#### 8. Investment income

	2024 £000	2023 £000
Income from pooled investment vehicles	223	-
Interest on cash deposits	90	129
	313	129

Income from pooled investment vehicles is due to the introduction of the M&G fund during the year.

#### 9. Investments

	Opening value at 1 Jan 2024 £000	Purchases at cost £000	Sales proceeds £000	Change in market value £000	Closing value at 31 Dec 2024 £000
Pooled investment vehicles	158,140	104,566	(105,762)	(3,905)	153,039
AVC investments	203	43	(48)	-	198
	158,343	104,609	(105,810)	(3,905)	153,237
Total net investments	158,343				153,237

#### Transaction costs

There are no direct transaction costs in the year nor in the previous year. Indirect costs are incurred through the bid-offer spread on pooled investment vehicles. It is not possible for the Trustees to quantify these indirect costs.

#### 10. Investment management expenses

	2024 £000	2023 £000
Administration and management fees	230	224

## THUS GROUP PLC PENSION SCHEME

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

#### 11. Taxation

The Scheme is a registered pension scheme in accordance with the Finance Act 2004 and is exempt from income tax and capital gains tax except for withholding tax on overseas investment income. This means that the contributions paid by both the Employer and the members qualify for full tax relief.

#### 12. Pooled investment vehicles

	<b>2024</b> <b>£000</b>	<b>2023</b> <b>£000</b>
Bond funds	75,753	82,714
Cash and liquidity funds	301	4,886
Diversified growth funds	45,195	37,917
Equity funds	24,747	23,607
LDI funds	-	2,015
Property funds	7,043	7,001
	153,039	158,140

The legal nature of the Scheme's pooled arrangements is:

	<b>2024</b> <b>£000</b>	<b>2023</b> <b>£000</b>
Unit linked insurance policies	141,597	158,140
Irish Collective Asset-Management Vehicle	11,442	-
	153,039	158,140

#### 13. AVC investments

	<b>2024</b> <b>£000</b>	<b>2023</b> <b>£000</b>
Standard Life	198	203

The Trustees hold assets which are separately invested from the main Scheme to secure additional benefits on a money purchase basis for those members electing to pay additional voluntary contributions.

Members participating in this arrangement each receive an annual statement made up to 31 December each year confirming the amounts held to their account and movements during the year.

A valuation at the year end for Standard life has not been received, as a result the valuation shown above is based on the previous valuation, adjusted for subsequent cash movements.

Standard Life can be further analysed as:

	<b>2024</b> <b>£000</b>	<b>2023</b> <b>£000</b>
Unit trusts	198	203

## THUS GROUP PLC PENSION SCHEME

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

#### 14. Fair value hierarchy

FRS102 requires for each class of financial instrument an analysis of the level in the following fair value hierarchy into which the fair value measurements are categorised. A fair value measurement is categorised in its entirety on the basis of the lowest level input that is significant to the fair value measurement in its entirety.

Level 1: The unadjusted quoted price in an active market for an identical asset or liability that the entity can access at the assessment dates;

Level 2: Inputs other than quoted prices included within Level 1 that are observable (i.e. developed using market data) for the asset or liability either directly or indirectly;

Level 3: Inputs are unobservable (i.e., for which market data is unavailable) for the asset or liability.

The Scheme's investment assets fall within the above hierarchy as follows:

	Level 1 £000	Level 2 £000	Level 3 £000	2024 Total £000
<b>Investment assets</b>				
Pooled investment vehicles	-	141,597	11,442	153,039
AVC investments	-	198	-	198
	-	141,795	11,442	153,237
	Level 1 £000	Level 2 £000	Level 3 £000	2023 Total £000
<b>Investment assets</b>				
Pooled investment vehicles	-	158,140	-	158,140
AVC investments	-	203	-	203
	-	158,343	-	158,343

## THUS GROUP PLC PENSION SCHEME

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

#### 15. Investment risks

FRS 102 requires the disclosure of information in relation to certain investment risks. These risks are set out by FRS 102 as follows.

**Credit risk:** this is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

**Direct credit risk:** this risk arises from the holder of the debt having a direct relationship with the borrower, for example directly holding a government bond.

**Indirect credit risk:** this risk arises when there is no direct relationship between the holder of the debt and the borrower, for example if debt instruments are held within a pooled investment vehicle.

**Market risk:** this comprises currency risk, interest rate risk and other price risk.

**Currency risk:** this is the risk that the fair value or future cash flows of a financial asset will fluctuate because of changes in foreign exchange rates.

**Interest rate risk:** this is the risk that the fair value or future cash flows of a financial asset will fluctuate because of changes in market interest rates.

**Other price risk:** this is the risk that the fair value or future cash flows of a financial asset will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market.

The Trustees determine their investment strategy after taking advice from a professional investment adviser. The Scheme has exposure to these risks because of the investments it makes following the investment strategy set out below. The Trustees manage investment risks, including credit risk and market risk, within agreed risk limits which are set considering the Scheme's strategic investment objectives. These investment objectives and risk limits are implemented through the investment management agreement in place with the Scheme's investment manager and monitored by the Trustees by regular reviews of the investment portfolio.

Further information on the Trustees' approach to risk management, credit and market risk is set out below. This does not include the AVC investments as these are not considered significant in relation to the overall investments of the Scheme.

## THUS GROUP PLC PENSION SCHEME

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

#### 15. Investment risks (continued)

##### Investment strategy

The investment objectives are:

- a) The acquisition of suitable assets of appropriate liquidity which will generate income and capital growth to meet, together with new contributions from members and the Company, the cost of current and future benefits which the Scheme provides.
- b) To limit the risk of assets failing to meeting the liabilities over the long-term.
- c) To minimise the long-term costs of the Scheme by maximising the return on the assets while having regard to the objective shown under b).

The Trustees set the investment strategy considering considerations such as the strength of the employer covenant, the long-term liabilities and the funding agreed with the Company. The investment strategy is set out in its Statement of Investment Principles (SIP).

The current strategy is to hold:

- 45% in a bespoke Liability Driven Investment portfolio.
- 47.5% in return seeking investments comprising global equities, Diversified Growth Fund and UK property.
- 7.5% in Alternative Credit

The Scheme's current strategic asset allocation was reviewed in October 2023.

##### Credit risk

The Scheme is subject to credit risk because the Scheme invests in pooled investment vehicles. It is directly exposed to credit risk in relation to the funds managed by Legal & General and M&G and indirectly exposed to credit risks arising on the financial instruments held by these pooled investment vehicles.

Direct credit risk arising from pooled investment vehicles is mitigated by the underlying assets of the pooled arrangements being ring-fenced from the pooled manager, the regulatory environments in which the pooled managers operate and diversification of investments amongst a number of pooled arrangements.

LGIM and M&G invest in fixed income, and manage credit risk by having a diversified exposure to issuers, conducting thorough research on the probability of default of those issuers, and having only a limited exposure to securities rated below investment grade.

##### Currency risk

At the year-end, 44% of Scheme assets are invested in pooled funds that are invested in sterling denominated assets or overseas assets that are partially hedged into sterling (2023:79%).

The Scheme is subject to currency risk and the Trustees manage the currency risk by controlling the level of overseas investment and diversifying overseas investments across various currencies via the LGIM passive equities, LGIM Diversified Fund and M&G Alpha Opportunities Fund.

## THUS GROUP PLC PENSION SCHEME

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

#### 15. Investment risks (continued)

##### Interest rate risk

Interest rate risk and inflation risk is a material risk for the Scheme given that movements in interest rates and inflation are a material influence on the value of the liabilities assessed in present day terms. Some of the Scheme assets are subject to interest rate risk (both nominal and real interest rates). However, the overall interest rate exposure of the Scheme assets hedges part of the corresponding risks associated with the Scheme's liabilities. The net effect will be to reduce the volatility of the funding level, and therefore the Trustee believes that it is appropriate to have exposure to interest rate risk in this manner. At the year-end the sum of the Corporate Bond and Liability Driven Investment portfolios held through pooled investment vehicles represented 79% of the total investment portfolio (2023: 57%).

##### Other price risk

The Scheme's assets are exposed to risks of market prices other than currencies and interest rates, such as the pooled funds that hold equities being subject to movements in equity prices. At the year-end the return seeking portfolio represented 58% of the total investment portfolio (2023:43%).

The Scheme manages this exposure to overall price movements by constructing a diverse portfolio of investments across various markets.

#### 16. Concentration of investments

The following investments, account for more than 5% of the net assets of the Scheme.

	<b>2024</b>		<b>2023</b>	
	<b>£000</b>	<b>%</b>	<b>£000</b>	<b>%</b>
MAAA - Diversified Fund	45,195	29	37,917	24
FB - 2035 Index-Linked Gilt*	15,339	10	-	-
GPBF - All World Equity Index Fund	14,611	10	14,268	9
M&G ALPHA OPPORTUNITIES FUND – A**	11,442	7	-	-
GPBE - All World Equity Index Fund	10,136	7	9,340	6

\* Fund is less than 5% in the prior year.

\*\* Invested during the year.

## THUS GROUP PLC PENSION SCHEME

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

#### 17. Current assets

	<b>2024</b> <b>£000</b>	<b>2023</b> <b>£000</b>
Prepayments	7	6
Cash balances	318	1,908
Sundry debtors	69	74
	<u>394</u>	<u>1,988</u>

#### 18. Current liabilities

	<b>2024</b> <b>£000</b>	<b>2023</b> <b>£000</b>
Accrued expenses	187	180
Accrued benefits	-	268
HM Revenue & Customs	72	57
	<u>259</u>	<u>237</u>

#### 19. Employer related investments

There were no direct Employer related investments during the year or at the year end (2023: Nil).

The Trustees recognise that indirect investment in the Employer's sponsor group, is possible through holdings in pooled investment vehicles. Based on information provided by the investment managers, the Trustees believe that any indirect exposure to shares in the Employer sponsor group has not exceeded 0.1% of the Scheme assets at any time during the year or at the year end.



## THUS GROUP PLC PENSION SCHEME

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

#### 20. Related party transactions

Related party transactions and balances comprise:

##### **Key management personnel**

Any benefits paid in respect of the Trustees who are members of the Scheme have been made in accordance with the Trust Deed and Rules.

Trustee expenses of £41k (2023: £48k) were paid to the participating Employer in the year in relation to fees initially paid by this Employer and recharged to the Scheme. At the year end a creditor balance of £16k (2023: £14k) is due to be paid.

The membership status of the Trustees at the year end is as below:

IR Armour – pensioner (2023: pensioner)  
 R Braithwaite – pensioner (2023: pensioner)  
 C Kingston – Independent  
 J Pender – deferred (2023: deferred)  
 C Scott – deferred (2023: deferred)

##### **Employer and other related parties**

Principal and Participating Employers are considered related parties. All transactions involved with these entities relate to remittance of monthly contributions required under the Rules of the Scheme and quarterly VAT recovery. The Principal Employer recharges the Scheme for costs.

#### 21. Contingent assets and liabilities

The Scheme benefits from a parent Employer guarantee provided by Vodafone Plc. This Company is the UK parent organisation of both Vodafone Limited and Vodafone Group Services Limited.

The guarantee in place would provide the Scheme with an injection of capital limited to a figure of £110M in the event of a Scheme wind up being triggered. There is no timeline placed on the existence of this guarantee.

In the opinion of the Trustees, the Scheme had no other contingent assets and liabilities as at 31 December 2024 (2023: £Nil), except regarding the GMP equalisation detailed below.

## THUS GROUP PLC PENSION SCHEME

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

#### 21. Contingent assets and liabilities (continued)

##### GMP Equalisation

In October 2018, the High Court determined that benefits provided to members who had contracted out of their pension scheme must be recalculated to reflect the equalisation of state pension ages between May 1990 and April 1997 for both men and women. Under the ruling schemes are required to backdate benefit adjustments in relation to GMP equalisation and provide interest on the backdated amounts. This will result in an additional liability for the Scheme but, considering the complexity of the calculation, the Trustees are not currently in a position to determine the value of the liability. The Trustees have agreed that dual records are the preferred approach for calculating the benefit adjustments but have deferred making a decision on whether to use method C2 or B until accurate calculations have been prepared. The Trustees are currently planning the work required and decisions are being made as to the next steps. The Trustees have agreed to proceed with equalisation method C2 for the purposes of calculating equalised cash equivalent transfer values ('CETVs').

In November 2020, a further High Court judgement focussed on the GMP treatment of historic transfers out of members, an issue which had not been addressed in the 2018 GMP ruling. Under this ruling, trustees are required to review historic transfer values paid from May 1990 to assess if any top up payment is required to the receiving scheme, to reflect the member's right to equalised GMP benefits. The impact of this court case is being considered by the Trustees and decisions are being made as to the next steps. It is not possible to estimate the cost of any rectification adjustments at this time.

##### Virgin Media Ltd v NTL Pension Trustees II

The case of Virgin Media Ltd v NTL Pension Trustees II Limited and others and its subsequent appeal considered the implications of section 37 of the Pension Schemes Act 1993. Section 37 of the Pension Schemes Act 1993 has specific requirements in respect of the validation of scheme amendments. The judgment left significant questions outstanding, and a number of these questions were addressed by another case heard by the High Court in March 2025 with the judgment expected towards the end of 2025. In June 2025, the Department for Work and Pensions (DWP) confirmed that it will be introducing legislation to address the issues raised by the Virgin Media case. The form and further detail of the legislation is still to be announced, and the Trustees are continuing to monitor any developments. The Trustees have also noted that the Scheme is governed by Scots law and the judgment is a decision of the English courts. The judgment is therefore not binding on the Scottish courts, and it is possible that the Scottish courts could give a different answer if asked the same question.

## THUS GROUP PLC PENSION SCHEME

### INDEPENDENT AUDITOR'S STATEMENT ABOUT CONTRIBUTIONS TO THE TRUSTEES OF THUS GROUP PLC PENSION SCHEME

We have examined the Summary of Contributions to the THUS Group Plc Pension Scheme (the 'Scheme') for the Scheme year ended 31 December 2024 to which this statement is attached.

In our opinion, contributions for the Scheme year ended 31 December 2024 as reported in the Summary of Contributions and payable under the Schedules of Contributions have in all material respects been paid at least in accordance with the Schedules of Contributions certified by the Scheme Actuary on 4 February 2022 and 30 September 2024.

#### Scope of work on statement about contributions

Our examination involves obtaining evidence sufficient to give reasonable assurance that contributions reported in the attached Summary of Contributions have in all material respects been paid at least in accordance with the Schedules of Contributions. This includes an examination, on a test basis, of evidence relevant to the amounts of contributions payable to the Scheme and the timing of those payments under the Schedules of Contributions.

#### Respective responsibilities of Trustees and the auditor

As explained more fully in the Statement of Trustees' Responsibilities set out on page 15, the Trustees are responsible for preparing, and from time to time reviewing and if necessary revising, a Schedule of Contributions and for monitoring whether contributions are made to the Scheme by the Employer in accordance with the Schedules of Contributions.

It is our responsibility to provide a statement about contributions paid under the Schedules of Contributions and to report our opinion to you.

#### Use of our statement

This statement is made solely to the Trustees, as a body, in accordance with the Pensions Act 1995 and Regulations made thereunder. Our work has been undertaken so that we might state to the Trustees those matters we are required to state to them in an auditor's statement about contributions and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Trustees as a body, for our work, for this statement, or for the opinions we have formed.

*Grant Thornton UK LLP*

Grant Thornton UK LLP  
Statutory Auditor, Chartered Accountants  
London

Date: 29/7/2025

THUS GROUP PLC PENSION SCHEME

SUMMARY OF CONTRIBUTIONS  
FOR THE YEAR ENDED 31 DECEMBER 2024

During the year ended 31 December 2024 the contributions payable to the Scheme were as follows:

	Employers £000	Employees £000	Total £000
<b>Contributions payable under the Schedules of Contributions and as reported by the Scheme auditor</b>			
Normal	615	-	615
Deficit funding	4,100	-	4,100
	4,715	-	4,715
<b>Contributions payable in addition to those payable under the Schedules</b>			
Additional voluntary contributions	-	38	38
	-	38	38
<b>Total contributions reported in the financial statements</b>	4,715	38	4,753

The Summary of Contributions was approved by the Trustees and signed on their behalf by:

Trustee: *Ian Armour* Date: 29/7/2025

Trustee: *Roger Braithwaite* Date: 29/7/2025

## THUS GROUP PLC PENSION SCHEME

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### ACTUARIAL CERTIFICATE

#### Actuary's certification of Schedule of Contributions

Name of scheme: THUS Group plc Pension Scheme

#### Adequacy of rates of contributions

1. I hereby certify that, in my opinion, the rates of contributions shown in this Schedule of Contributions are such that the statutory funding objective could have been expected, on 31 December 2023, to continue to be met during the period for which the Schedule is in force.

#### Adherence to Statement of Funding Principles

2. I hereby certify that, in my opinion, this Schedule of Contributions is consistent with the Statement of Funding Principles dated 30 September 2024

The certification of the adequacy of the rates of contributions for the purpose of securing that the Statutory Funding Objective can be expected to be met is not a certification of their adequacy for the purpose of securing the Scheme's liabilities by the purchase of annuities, if the Scheme were to be wound up.

Signed by:  
  
723C690935D9441...

Stuart Cook  
Fellow of the Institute and Faculty of Actuaries  
30 September 2024

Towers Watson Limited  
a WTW Company  
2 Sempie Street  
Edinburgh  
EH3 8BL

## THUS GROUP PLC PENSION SCHEME

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### APPENDIX – ENGAGEMENT POLICY IMPLEMENTATION STATEMENT (forming part of the Trustees' Report)

#### Engagement Policy Implementation Statement ('EPIS')

##### Introduction and SIP changes

This document is the Annual Implementation Statement ('the statement') prepared by the Trustees of the THUS Group plc Pension Scheme ('the Scheme') covering the Scheme year ('the year') from 1 January 2024 to 31 December 2024.

The purpose of this statement is to set out:

- Details of how and the extent to which, in the opinion of the Trustees, the Trustees' policies on engagement and voting (as set out in the Statement of Investment Principles (the 'SIP')) have been adhered to during the year; and
- A description of voting behaviour (including the most significant votes made on behalf of the Trustees) and any use of a proxy voter during the year.

The SIP is a document which outlines the Trustees' policies with respect to various aspects related to investing and managing the Scheme's assets including but not limited to investment managers, portfolio construction and risks.

The latest version of the SIP can be found online [here](#).

The SIP linked above reflects the latest version which is dated October 2023. There were no changes to the SIP over the year.

## THUS GROUP PLC PENSION SCHEME

### APPENDIX – ENGAGEMENT POLICY IMPLEMENTATION STATEMENT (forming part of the Trustees' Report)

#### How the Trustee have adhered to their engagement and voting policies

The Trustees' policies on voting and engagement, as stated in the SIP are:

- The Trustees' policy is to take into account factors that are considered to be financially material such as potential future returns and risks of any investments made. ESG-related matters, including broad corporate governance issues, effective stewardship and more specific considerations such as climate change and research and development practices are considered to be financially material by the Trustees. The Trustees expect that the extent to which social, environmental or ethical issues may have a fundamental impact on the portfolio will be taken into account by the investment managers in the exercise of their delegated duties.
- The Trustees recognise that a company's long-term financial success is influenced by a range of factors including appropriate management of ESG issues. Whilst it is the Trustees' preference that all companies should be run in a socially responsible way, they take the view that their primary responsibility is to act in the best financial interests of the members of the Scheme.
- The Trustees have delegated responsibility for the selection, retention and realisation of investments to the investment managers.
- The Trustees' policy is that the extent to which social, environmental or ethical considerations are taken into account in these decisions is left to the discretion of the investment managers. However, the Trustees expect that the extent to which social, environmental or ethical issues may have a fundamental impact on the portfolio will be taken into account by the investment managers in the exercise of their delegated duties. In the case of Legal & General Investment Management, the Trustees recognise that it is likely that, as a result of the passive nature of the investments, there are likely to be limited occasions when the manager would take account of such considerations in its selection of investments.
- The Trustees expect their investment managers, where appropriate, to engage with companies (and other relevant persons including, but not limited to, other investment managers, other stakeholders, and issuers/other holders of debt and equity) on matters such as performance, strategy, capital structure, management of actual or potential conflicts of interest risks, and ESG issues concerning the Trustees' investments. The Trustees believe such engagement will protect and enhance the long-term value of their investments and incentivise the investment managers to take a long-term view of the performance of their investments. The Trustees review their investment managers' policies in these areas to satisfy themselves that they broadly meet with the Trustees' views.
- In order to incentivise the investment managers to align their investment strategies and decisions with the Trustees' policies, the Trustees (with the assistance of the Investment Consultant): (i) assess the managers' policies, processes and views when selecting the investment managers; (ii) set investment objectives and benchmarks to be complied with by the investment managers which reflect relevant policies of the Trustees; and (iii) monitor the investment manager's performance.
- Should the Trustees' monitoring process reveal that, in their view, any of the investment managers' mandates are not sufficiently aligned with the Trustees' policies, the Trustees will engage with the managers further to encourage alignment. If, following engagement, it is the view of the Trustees that the degree of alignment remains unsatisfactory, and taking account of potential alternative options and implications for the governance requirements of the Scheme, a manager will be terminated and replaced.

## THUS GROUP PLC PENSION SCHEME

### APPENDIX – ENGAGEMENT POLICY IMPLEMENTATION STATEMENT (forming part of the Trustees' Report)

- To maintain alignment, the investment managers are provided with the most recent version of the Scheme's Statement of Investment Principles on an annual basis. The Trustees also seek information regarding the managers' policies to consider whether the Scheme's assets are managed in line with the Trustees policies as outlined in the Statement of Investment Principles. As part of this monitoring process the investment managers provide the Trustees with regular monitoring reports, which include information on the investment managers' approach to allowing for ESG issues (including climate change).
- The Trustees' policy is to delegate responsibility for the exercising of rights (including voting rights) attaching to investments to the investment managers and to encourage the managers to exercise those rights. The managers are expected to exercise these rights and engage with companies with care and diligence that could reasonably be expected of a prudent professional investment manager, taking into account any relevant policies adopted by the Trustees from time to time and their impact on eligible participants and beneficiaries of the Scheme over an appropriate time horizon. The Trustees recognise that they retain ultimate accountability for how voting and engagement activities are exercised and therefore monitors how this is being done on an annual basis.
- The Trustees encourage the Scheme's investment managers to discharge their responsibilities in accordance with the UK Stewardship Code (the 'Stewardship Code') published by the Financial Reporting Council.

As the investment managers of pooled funds, in which the Scheme is invested, are generally responsible for exercising voting rights and as the Trustees otherwise delegate responsibility for the exercising of voting rights to the Scheme's investment managers, it is the responsibility of the Trustees to monitor, review and engage with the investment managers with respect to how they have undertaken these activities.

The same policy applies to corporate engagement with the management of companies the Scheme is invested in. Corporate engagement is the responsibility of the managers of pooled funds and is otherwise delegated to the Scheme's investment managers because the Trustees believe that that managers are best placed to manage this engagement. The Trustees monitor, review and engage with the managers on how they have undertaken these activities.

Over the year, in line with the policies outlined, the Trustees undertook the following activities:

- One of the Scheme's investment managers who manages the Scheme's Alternative Credit investment delivered a detailed training session which covered a variety of areas. This included an update on how the manager integrates sustainability into their approach and the metrics they consider and report against.
- LGIM also provided in-depth training on how they incorporate Responsible Investment into the management of the Scheme's assets, including an overview of the Climate Impact Pledge which they have been engaging companies on.
- The Trustees have incorporated climate change reporting into the quarterly Integrated Risk Management reporting that is completed which includes reference to LGIM's climate change exposures. No material concerns were identified over the period, with LGIM continuing to make good progress against their targets. The Trustees also received quarterly reports from LGIM including information on their Sustainable Investing actions.
- The Trustees considered direct engagement examples across a number of issues such as climate change and human rights. The Trustees also reviewed the significant votes cast by LGIM as part of the production of this statement and the current voting policy. There were no material concerns identified during the year in relation to current policies in the area of stewardship and engagement.
- The Trustees reviewed the performance of the investment manager on a quarterly basis, with a focus on the longer-term outcomes of the investments held.
- The Trustee also reviewed the investment adviser over the year against their objectives which included reference to the quality of advice on Responsible Investment matters.

As set out in section 4, the Trustees believe that the Scheme's engagement policy as outlined in the SIP has been adhered to over the Scheme year and will continue to monitor this.



## THUS GROUP PLC PENSION SCHEME

### APPENDIX – ENGAGEMENT POLICY IMPLEMENTATION STATEMENT (forming part of the Trustees' Report)

#### Voting information

The Scheme is invested in a diverse range of asset classes. However, this document focusses on the equity investments which have voting rights attached.

The Scheme's equity holdings as at the end of the year are held in pooled investment funds and are largely managed on a passive basis relative to a defined index. Therefore, the voting entitlements in these funds lie with the investment manager.

The Scheme's equity holdings are invested with Legal & General Investment Management ('LGIM'), in the following pooled investment fund(s):

- **LGIM Diversified Fund:** pooled investment fund which invests in bonds and a range of assets including equities, property, commodities, listed infrastructure, private equity and global real estate companies. The fund's performance is compared to the FTSE Developed World Index – 50% Hedged.
- **LGIM All World Equity Index Fund:** pooled investment fund investing in global equities, which aims to track the performance of the FTSE ALL-World Index to within +/- 0.5% per annum for two years out of three.
- **LGIM All World Equity Index Fund – GBP Currency Hedged:** pooled investment fund investing in global equities, which aims to track the performance of the FTSE ALL-World Index (GBP Hedged) to within +/- 0.5% per annum for two years out of three. The fund is GBP hedged except for emerging markets.

As set out in the SIP, the Trustees' policy is to delegate the exercising of rights (including voting and stewardship) and the integration of ESG considerations in day-to-day decisions to the Scheme's investment managers. The Trustees do however retain ultimate accountability for how these are exercised and therefore monitor how these are implemented. This section sets out the voting activities of the Scheme's equity investment manager over the year, including details of the investment manager's use of proxy voting.

LGIM have their own voting policies that determine their approach to voting and the principles they follow when voting on investors' behalf. LGIM also use voting proxy advisors which aid in their decision-making when voting. Details are summarised in the table below:

Manager	Use or proxy advisor services:
<b>LGIM</b>	<p>LGIM's Investment Stewardship team uses Institutional Shareholder Services' (ISS) electronic voting platform to electronically vote clients' shares. All voting decisions are made by LGIM and they do not outsource any part of the strategic decision. To ensure that their proxy provider votes in accordance with their position on ESG, there is a custom voting policy in place with specific voting instructions.</p> <p>LGIM use ISS recommendations to augment their own research. LGIM's internal investment stewardship team also use research reports of Institutional Voting Information Services (IVIS) to supplement the research reports that they receive from ISS for UK companies when making specific voting decisions.</p> <p>LGIM have a custom voting policy in place which includes specific voting instructions which apply to all markets globally. LGIM have the ability to override any vote decisions which are based on this custom voting policy if they see fit.</p>

## THUS GROUP PLC PENSION SCHEME

### APPENDIX – ENGAGEMENT POLICY IMPLEMENTATION STATEMENT (forming part of the Trustees' Report)

As outlined in the SIP, the Trustees recognise the UK Stewardship Code 2020 and monitor the Scheme's investment manager's adherence to the Code. LGIM are signatories to the code. Their latest statement of compliance can be found via the link below:

LGIM: <https://www.lgim.com/landg-assets/lgim/document-library/capabilities/investment-stewardship/uk-stewardship-code-summary.pdf>

The below table sets out the voting activity of the Scheme's equity investment manager, on behalf of the Trustees, over the year:

Manager and strategy	Portfolio structure	Voting activity
<b>LGIM Diversified Fund</b>	<b>Pooled investment fund</b>	<p>Number of meetings at which the manager was eligible to vote: <b>10,851</b></p> <p>Number of resolutions on which manager was eligible to vote: <b>108,048</b></p> <p>Percentage of eligible votes cast: <b>99.8%</b></p> <p>Percentage of votes with management: <b>76.7%</b></p> <p>Percentage of votes against management: <b>22.4%</b></p> <p>Percentage of votes abstained from: <b>0.9%</b></p> <p>Of the meetings the manager was able to attend, the percentage where the manager voted at least once against management: <b>70.1%</b></p> <p>Of the resolutions where the manager voted, the percentage where the manager voted contrary to the recommendation of the proxy adviser: <b>13.8%</b></p>
<b>LGIM All World Equity Index Fund</b>  <b>LGIM All World Equity Index Fund (GBP Currency Hedged)</b>	<b>Pooled investment fund</b>	<p>Number of meetings at which the manager was eligible to vote: <b>6,674</b></p> <p>Number of resolutions on which manager was eligible to vote: <b>64,472</b></p> <p>Percentage of eligible votes cast: <b>99.8%</b></p> <p>Percentage of votes with management: <b>79.6%</b></p> <p>Percentage of votes against management: <b>19.2%</b></p> <p>Percentage of votes abstained from: <b>1.3%</b></p> <p>Of the meetings the manager was able to attend, the percentage where the manager voted at least once against management: <b>60.6%</b></p> <p>Of the resolutions where the manager voted, the percentage where the manager voted contrary to the recommendation of the proxy adviser: <b>10.4%</b></p>

Voting statistics are out of total eligible votes and are sourced from the investment manager LGIM

The following table outlines a number of significant votes cast by the Scheme's investment manager on the Trustees' behalf. The commentary set out below is based on detail in the relevant manager's reports on the votes cast. LGIM reported on the most significant votes cast within the funds managed on behalf of the Scheme over the year to 31 December 2024, including the rationale for the voting decision and the outcome of the vote. The Trustees distilled this on the basis of how material the holding was within the investment fund and whether the vote itself was expected to have an impact on the long-term value of the company in which the Scheme is invested. The Trustees have also identified climate change and human rights as stewardship review priorities when reviewing and collating the voting information. A number of these key votes are set out below.

## THUS GROUP PLC PENSION SCHEME

### APPENDIX – ENGAGEMENT POLICY IMPLEMENTATION STATEMENT (forming part of the Trustees' Report)

Significant votes cast	Coverage in portfolio
<p>Company: Toyota Motor Corp. (0.3% of Fund)</p> <p>Meeting date: 14 June 2023</p> <p>Management resolution: Amend Articles to Report on Corporate Climate Lobbying Aligned with Paris Agreement</p> <p>How the manager voted: For (Against Management Recommendation)</p> <p>Rationale: The critical minerals that mining companies provide are essential to the energy transition. It is clear that BHP has made significant strides in carrying out its core role in the transition in a sustainable manner, and has demonstrated this through the substantial alignment of its Climate Transition Action Plan (CTAP) with our framework for assessing mining company transition plans. Therefore, LGIM will be supporting BHP's CTAP. Going forward, we will assess the disclosure of progress on BHP's plans for the development of a more targeted methane measurement, management and mitigation strategy, as well as the plans it is executing to support the decarbonisation of steelmaking. We will also continue to engage with BHP to ensure resilience whilst navigating the dynamic market for metallurgical coal.</p> <p>Outcome: N/A</p>	<p>LGIM Diversified Fund</p> <p>LGIM All World Equity Index Fund</p> <p>LGIM All World Equity Index Fund (GBP Currency Hedged)</p>
<p>Company: Shell Plc (0.3% of Fund)</p> <p>Meeting date: 21 May 2024</p> <p>Management resolution: Resolution 22: Approve the Shell Energy Transition Strategy</p> <p>How the manager voted: Against</p> <p>Rationale: A vote against is applied. We acknowledge the substantive progress the company has made in respect of climate related disclosure over recent years, and we view positively the commitments made to reduce emissions from operated assets and oil products, the strong position taken on tackling methane emissions, as well as the pledge of not pursuing frontier exploration activities beyond 2025. Nevertheless, in light of the revisions made to the Net Carbon Intensity (NCI) targets, coupled with the ambition to grow its gas and LNG business this decade, we expect the company to better demonstrate how these plans are consistent with an orderly transition to net-zero emissions by 2050. In essence, we seek more clarity regarding the expected lifespan of the assets. Shell is looking to further develop the level of flexibility in revising production levels against a range of scenarios and tangible actions taken across the value chain to deliver customer decarbonisation. Additionally, we would benefit from further transparency regarding lobbying activities in regions where hydrocarbon production is expected to play a significant role, guidance on capex allocated to low carbon beyond 2025 and the application of responsible divestment principles involved in asset sales, given portfolio changes form a material lever in Shell's decarbonisation strategy.</p> <p>Outcome: Pass</p>	<p>LGIM Diversified Fund</p> <p>LGIM All World Equity Index Fund</p> <p>LGIM All World Equity Index Fund (GBP Currency Hedged))</p>

## THUS GROUP PLC PENSION SCHEME

### APPENDIX – ENGAGEMENT POLICY IMPLEMENTATION STATEMENT (forming part of the Trustees' Report)

<p>Company: Canadian Pacific Kansas City Limited (CPKC) (0.2% of Fund)</p> <p>Meeting date: 24 April 2024</p> <p>Management resolution: Resolution 3: Management Advisory Vote on Climate Change</p> <p>How the manager voted: For</p> <p>Rationale: A vote FOR is applied as LGIM expects companies to introduce credible transition plans, consistent with the Paris goals of limiting the global average temperature increase to 1.5°C. This includes the disclosure of scope 1, 2 and material scope 3 greenhouse gas (GHG) emissions and short-, medium- and long-term GHG emission reduction targets consistent with the 1.5°C goal. As CPKC set targets validated by the Science Based Target initiative, we welcome the company's efforts to reduce its GHG emissions and expect to see a clear transition plan.</p> <p>Outcome: Pass</p>	<p>LGIM Diversified Fund</p> <p>LGIM All World Equity Index Fund</p> <p>LGIM All World Equity Index Fund (GBP Currency Hedged)</p>
<p>Company: SSE Plc (0.1% of Fund)</p> <p>Meeting date: 18 July 2024</p> <p>Management resolution: Resolution 18: Approve Net Zero Transition Report</p> <p>How the manager voted: For</p> <p>Rationale: Climate Change: LGIM is voting in favour of the SSE Net Zero Transition Report. We commend the company's efforts in committing to net-zero emissions across all scopes by 2050 and setting short and medium-term targets, in particular absolute scope 3 targets over the mid-term.</p> <p>Outcome: Pass</p>	<p>LGIM Diversified Fund</p> <p>LGIM All World Equity Index Fund</p> <p>LGIM All World Equity Index Fund (GBP Currency Hedged)</p>
<p>Company: Amazon (0.2% of Fund)</p> <p>Meeting date: 22 May 2024</p> <p>Shareholder resolution: Report on Customer Due Diligence</p> <p>How the manager voted: For</p> <p>Rationale: A vote in favour is applied as enhanced transparency over material risks to human rights is key to understanding the company's functions and organisation. While the company has disclosed that they internally review these for some products and has utilised appropriate third parties to strengthen their policies in related areas, there remains a need for increased, especially publicly available, transparency on this topic.</p> <p>Outcome: N/A</p>	<p>LGIM All World Equity Index Fund</p> <p>LGIM All World Equity Index Fund (GBP Currency Hedged)</p>

THUS GROUP PLC PENSION SCHEME

APPENDIX – ENGAGEMENT POLICY IMPLEMENTATION STATEMENT  
(forming part of the Trustees’ Report)

<p>Company: Microsoft Corporation (0.2% of Fund)</p> <p>Meeting date: 10 December 2024</p> <p>Shareholder resolution: Resolution 9: Report on AI Data Sourcing Accountability</p> <p>How the manager voted: For</p> <p>Rationale: A vote FOR this resolution is warranted as the company is facing increased legal and reputational risks related to copyright infringement associated with its data sourcing practices. While the company has strong disclosures on its approach to responsible AI and related risks, shareholders would benefit from greater attention to risks related to how the company uses third-party information to train its large language models.</p> <p>Outcome: Fail</p>	<p>LGIM Diversified Fund</p> <p>LGIM All World Equity Index Fund</p> <p>LGIM All World Equity Index Fund (GBP Currency Hedged)</p>
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Conclusion

The Trustees believe that the Scheme’s engagement and voting policy as outlined in the SIP has been adhered to over the Scheme year.

Following monitoring of the Scheme’s investment managers over the year, and reviewing the voting information outlined in this statement, the Trustees are satisfied that LGIM are acting in the Scheme members’ best interests as effective stewards of the Scheme’s assets.

The Trustees will continue to monitor the investment managers’ stewardship practices on an ongoing basis.

## THUS GROUP PLC PENSION SCHEME

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### APPENDIX – ENGAGEMENT POLICY IMPLEMENTATION STATEMENT (forming part of the Trustees' Report)

#### Appendix:1 LGIM's voting policy

##### Policy on consulting clients:

LGIM's voting and engagement activities are driven by ESG professionals and their assessment of the requirements in these areas seeks to achieve the best outcome for all our clients. Our voting policies are reviewed annually and take into account feedback from our clients.

Every year, LGIM holds a stakeholder roundtable event where clients and other stakeholders (civil society, academia, the private sector and fellow investors) are invited to express their views directly to the members of the Investment Stewardship team. The views expressed by attendees during this event form a key consideration as we continue to develop our voting and engagement policies and define strategic priorities in the years ahead. We also take into account client feedback received at regular meetings and/ or ad-hoc comments or enquiries.

##### Process for deciding how to vote:

All decisions are made by LGIM's Investment Stewardship team and in accordance with our relevant Corporate Governance & Responsible Investment and Conflicts of Interest policy documents which are reviewed annually. Each member of the team is allocated a specific sector globally so that the voting is undertaken by the same individuals who engage with the relevant company. This ensures our stewardship approach flows smoothly throughout the engagement and voting process and that engagement is fully integrated into the vote decision process, therefore sending consistent messaging to companies.

##### Use of proxy voting services:

LGIM's Investment Stewardship team uses ISS's 'ProxyExchange' electronic voting platform to electronically vote clients' shares. All voting decisions are made by LGIM and we do not outsource any part of the strategic decisions. Our use of ISS recommendations is purely to augment our own research and proprietary ESG assessment tools. The Investment Stewardship team also uses the research reports of Institutional Voting Information Services (IVIS) to supplement the research reports that we receive from ISS for UK companies when making specific voting decisions.

To ensure our proxy provider votes in accordance with our position on ESG, we have put in place a custom voting policy with specific voting instructions. These instructions apply to all markets globally and seek to uphold what we consider are minimum best practice standards which we believe all companies globally should observe, irrespective of local regulation or practice.

We retain the ability in all markets to override any vote decisions, which are based on our custom voting policy. This may happen where engagement with a specific company has provided additional information (for example from direct engagement, or explanation in the annual report) that allows us to apply a qualitative overlay to our voting judgement. We have strict monitoring controls to ensure our votes are fully and effectively executed in accordance with our voting policies by our service provider. This includes a regular manual check of the votes input into the platform, and an electronic alert service to inform us of rejected votes which require further action.