



STEWARDSHIP CODE & SRD II DISCLOSURE

The Financial Reporting Council's ("FRC") UK Stewardship Code (the "Code") defines stewardship as "the responsible allocation, management and oversight of capital to create long-term sustainable value for clients and beneficiaries". Effective from 1 January 2026 the amended Code introduces a streamlined structure for reporting and is divided into two parts:

1. Policy and Context Disclosure
2. Activities and Outcomes Report.

THE PRINCIPLES OF THE CODE

There are six Principles of the Code that apply to asset managers. These are:

1. Integrating stewardship and investment
2. Promoting well-functioning markets
3. Engagement
4. Exercising rights and responsibilities
5. Selection and oversight of managers
6. Monitoring service providers

The FRC requires that firms aiming to be signatories to the Code must produce an annual Stewardship Report explaining how they have applied the Code in the previous 12 months. The FRC will evaluate Reports against an assessment framework and those meeting the reporting expectations will be listed as signatories to the Code.

FCA REGULATORY DISCLOSURE ON THE STEWARDSHIP CODE

Rule 2.2.3R of the Financial Conduct Authority ("FCA") Conduct of Business Sourcebook ("COBS") requires an FCA authorised firm to disclose the nature of its commitment to the FRC's UK Stewardship Code or, where it does not commit to the code, its alternative investment strategy.

Adherence to the Code is voluntary. Chepstow Lane Capital LLP ("Chepstow" or "the Firm") provides investment management services for opportunistic credit strategies across the capital structure and credit spectrum, jurisdictions, time frames and approaches companies and their managements on a case-by-case basis. Consequently, while Chepstow generally supports the objectives that underlie the Code, the provisions of the Code are not considered to be relevant to the activities currently undertaken by the Firm. Code, the provisions of the Code are not considered to be relevant to the activities currently undertaken by the Firm.



SHAREHOLDER RIGHTS DIRECTIVE DISCLOSURE

In accordance with regulatory requirements concerning the Shareholder Rights Directive II, Chepstow is required to publicly disclose either an engagement policy that meets the requirements of SRD II, or an explanation as to why the Firm has chosen not to develop an engagement policy that meets the SRD II requirements. Chepstow has chosen not to develop an engagement policy that complies with the requirements of the SRD II, as the Firm considers that it has an investment strategy that is not commensurate with the outcomes sought thereunder. Moreover, the Firm ensures that its clients are regularly and routinely apprised of the investment strategies employed by the Firm. As such, it is felt that the Firm's clients would not expect the Firm to achieve compliance with the core requirements of the SRD II.

For further information on any of the above, please contact Chepstow using the details below:

Address: Chepstow Lane Capital LLP, 20 North Audley Street, London, W1K 6WE.

Email: raza@chepstowcap.com (subject line Stewardship Code)

Contact: Raza Khan, Chief Operating Officer