



GLASS LEWIS

Statement on Modern Slavery and Human Trafficking

Introduction

Glass Lewis is a provider of global governance services, which helps institutional investors understand and connect with the companies in which they invest. Headquartered in San Francisco, Glass Lewis develops and delivers its services from offices in New York, Washington D.C., Australia, Germany, Ireland, Japan and the United Kingdom.

Compliance

We consider that given the nature of the services that we offer and the fact that we are an employer of predominantly professionally qualified and highly skilled individuals, the risk of modern slavery¹ within our business is considered low.

Notwithstanding the foregoing, Glass Lewis has adopted a zero-tolerance approach to all forms of modern slavery. We will not tolerate modern slavery in our business or supply chains and take effective steps to meet this commitment.

Glass Lewis expects its employees and representatives to behave ethically and transparently and to be accountable for their actions. Moreover, Glass Lewis is committed to complying with all equal employment opportunity laws and other applicable civil rights, human rights and labor laws everywhere we do business. Glass Lewis' policies, frameworks and actions, which aim to prevent modern slavery, include:

- Maintaining robust recruitment and onboarding process with multiple checks built in to ensure all individuals employed/engaged by Glass Lewis have the right to work in the jurisdiction in which they are hired, are paid fair compensation in compliance with all relevant rules and regulations, and are not subjected to modern slavery;
- Requiring employees and contractors to review and acknowledge they will comply with Glass Lewis' Employee Handbook (or Third-Party Workers Policies and Practices) and Code of Ethics, which contain general standards of performance and expectations of conduct, as well as stringent policies and processes to ensure fair and equal employment rights, working time protections and protections against any form of discrimination, including but not limited to harassment, etc.;
- Raising general awareness on modern slavery throughout Glass Lewis, which includes placing strong emphasis on respectful working relationships and in creating a safe and healthy environment which supports equality and diversity;

¹ For the purposes of this statement, the term "modern slavery" includes, but is not limited to, slavery, servitude, forced or compulsory labor and human trafficking.

- Offering employees and contractors a confidential mechanism for disclosing suspicions or knowledge of possible impropriety to protect the firm, its brand, people and clients by delivering an early warning when something goes wrong; and
- Taking appropriate action where potential violations of Glass Lewis' policies and procedures are identified.

Suppliers and Business Partners

We pride ourselves on our reputation for conducting our business activities in the highest ethical and professional manner and we expect, and will require, all our suppliers and business partners to adhere to these same standards and principles.

To ensure the foregoing, Glass Lewis agrees to take the following steps:

- Engage with our suppliers and business partners on an annual basis to review their policies and practices to ensure they operate in a fair and ethical manner;
- Require our suppliers and business partners to confirm on an annual basis that their operations comply with the principles Glass Lewis promotes.
- In the event that we become aware of a case of modern slavery occurring within our supply chain, we will work with the supplier or business partner to implement remedial action within an agreed timeline. Any continued or material breach will carry the risk of termination of their engagement.

Ongoing Commitment

Glass Lewis' Risk, Compliance, HR and Legal teams will continue to work together to apply these standards to our business. Furthermore, we will update our policies and procedures on an annual basis and maximize awareness of modern slavery risks across our organization to make our commitment to modern slavery explicit to our clients, employees, suppliers, and business partners.

Approval

This statement is made on behalf of Glass, Lewis & Co., LLC and its subsidiaries, worldwide (together referred to as "Glass Lewis") pursuant to section 54(1) of the UK Modern Slavery Act 2015. It constitutes our modern slavery and human trafficking statement for the financial year ending 31 December 2018. It will be reviewed on an annual basis and is approved by the Glass Lewis Strategic Committee.



Katherine Rabin
CEO
Glass Lewis
November 2018