

Four Seasons Asia Investment Remuneration Policy

Updated on Oct 2024

Definitions

1. For the purposes of this remuneration policy (the “**Policy**”) of Four Seasons Asia Investment Pte. Ltd. (the “**Firm**”):
 - (a) “**AIFMD**” means the European Union Alternative Investment Fund Managers Directive (Directive 2011/61/EU);
 - (b) “**AIFM**” means manager of alternative investment funds as utilised in the European Union Alternative Investment Fund Managers Directive (Directive 2011/61/EU);
 - (c) “**AIF**” means alternative investment funds as utilised in the European Union Alternative Investment Fund Managers Directive (Directive 2011/61/EU);
 - (d) “**ESMA Guidelines**” means the *Guidelines on sound remuneration policies under the UCITS Directive and AIFMD* (31 March 2016, ESMA/2016/411) published by the European Securities and Markets Authority, as applied and supplemented by the Central Bank;
 - (e) “**Pay-Out Process**” means the requirements specified in Section XII.IV of the ESMA Guidelines, as further set out in Section 2 of Schedule I.
 - (f) “**Identified Staff**” has the meaning given to it in Paragraph [2];
 - (g) “**Remuneration**” has the meaning give to it in Paragraph [3]; and
 - (h) “**CORMC**” means the Compliance and Operation Risk Management Committee of the Firm.

Scope of Policy

2. This Policy applies only to those staff of the Firm (the “**Identified Staff**”), who have a material impact on the risk profile of the funds managed by the Firm, and as the date of this Policy are set out in Appendix I.
3. For the purposes of this Policy:
 - (a) “**Remuneration**” consists of all forms of payments or benefits paid by the Firm to the Identified Staff in exchange for professional services rendered by the Identified Staff in respect of the Fund; and
 - (b) For the avoidance of doubts, these principles shall apply to remuneration of any type paid by the AIFM (inclusive of salaries and discretionary benefits) to any amount paid directly by AIF itself, including carried interest, and to any transfer of units or shares of the AIF.

Remuneration Committee

4. After careful consideration the management has decided not to setup a Remuneration Committee due to below mentioned reasons
 - Total AUM of the Firm is less than EURO 1.25 Billion

- Total number of employees of the Firm is less than 50

The issue of whether to setup a Remuneration Committee will be reviewed at least annually by CORMC and a recommendation will be given to the management committee.

Principles

5. The Firm takes into consideration the risk profiles, rules and/or instruments of incorporation of all the funds it manage. Remuneration policies, procedures and practices must be consistent with sound and effective risk management. Excessive/ inappropriate risk-taking that is inconsistent with risk profiles of the investment strategies of the Firm as well as the funds it manages, should not be encouraged.
6. This Policy should be in line with interests, business strategy, objectives, values and long term interests of the Firm's funds, their investors and the Firm itself, primarily aiming to achieve fair treatment of its clients and to promote appropriate corporate behaviours by the Firm's professionals.
7. Conflict of interest is monitored on a monthly basis at a monthly compliance committee meeting through review of a "Conflict of interest register". Updates made by the monthly compliance committee are fed back into the CORMC and will be reflected on an annual independent review of the remuneration policy by CORMC.
8. Variable remuneration should not be a limit in strengthening its capital base.
9. Fixed and variable components of total remuneration should be appropriately balanced so that the fixed component can be set at a level where variable component can be managed in a fully flexible manner. This includes the possibility of zero variable remuneration in any particular year. Generally, whenever the Firm's financial performance is subdued or negative, total variable remuneration should be expected to contract.

Governance

10. The Governance process ensures robust oversight of reward, management of conflict of interest and reflect the need to link remuneration decisions with our risk appetite and profile. The governance of remuneration is managed through board of shareholders of the Firm as well as CORMC.
11. The board of shareholders oversees remuneration policies and procedures and reviews any remuneration decisions. The board takes into consideration financial and non-financial criteria as well as risk, compliance and any other relevant information in decision making related to remuneration.
12. CORMC independently conducts annual reviews on risk appetite, tolerance and risk management and feedback its views into the remuneration decision making process. The management committee takes inputs from CORMC and conduct periodic reviews on the policy at least annually.

Identified Staff

13. All employees whose professional activities have a material impact on the risk profiles of the fund that they manage (not just the Firm itself) should be covered by the remuneration policy.
 - (a) Registered Representative with Monetary Authority of Singapore

- (b) Member of the management committee
- (c) Senior Portfolio Managers

Identified staff is appointed on the basis that they make decisions that may have material impact on the firm's risk profile. Each identified staff is informed that they have been so designated and record is kept by HR and reviewed at least annually.

Discretionary Bonus Pool

- 14. The board of shareholders reviews the method for calculating bonus pools annually. The current methodology for calculating the investment teams' bonus pool is categorized as profit share at the firm's level. The board of shareholders ensures that the Firm complies with AIFMD remuneration requirement in full (please refer to Article 13 of AIFMD), by taking into account comprehensive mechanism to integrate all relevant type of current and future risks in calculating variable remuneration components.
- 15. Within the discretionary bonus pool, the management committee approves allocation for professionals based on individual and business performance. The management committee also takes into account the overall profitability of the Firm in respect of relevant year and any prior year gains as well as losses of the business. In addition, the management committee take into account any prior year gains of the business when assessing overall profitability in multi-year perspective
- 16. Bonus are paid annually after finalizing the September financial year's audit.
- 17. Variable remuneration is NOT paid through vehicles or methods that facilitates the avoidance of the requirement of AIFMD.

Emphasis on Culture and Value

- 18. The Firm has been strongly focusing on fiduciary duty in managing the business since its inception. The firm's culture and value is deeply based on this philosophy to fulfil its fiduciary duty. This framework is an integral part of the Firm's operation and a core part of the annual performance review. These are also captured within the employee's code of ethics and the Firm's compliance policy.

Performance management

- 19. Officially, the Firm has an annual appraisal process. This reviews competencies for professionals from the viewpoint of financial and non-financial metrics as well as behavioural competencies including compliance issues.

Major components in assessing competencies are:

- Contribution and effectiveness
- Attitude and Commitment
- Behavior in line with the value of the Firm
- Business and Technical knowledge
- Communication
- Compliance

Individual performance, as assessed through their annual appraisal process, determines allocation of discretionary bonus.

Process

20. Each year, performance reviews are completed by all employees and managers and those are fed into the management committee's review. In determining compensation, including any variable compensation, managers and the management committee will give consideration to:

- Overall firm performance
- Collective performance of relevant team
- Performance of the funds
- Individual performance with respect to job requirements and with specific attention to outstanding performance
- Competitive market benchmark data
- Duty to act honestly, fairly, professionally and in best interest of clients

It should be noted that each staff will be compensated based on the objectives linked to "the functions", independent of the performance of the business area they control or the area/ teams in which they work.

Remuneration – deferral of annual discretionary bonus

21. Annual discretionary bonus for professional which exceeds SGD 200,000 will be subject to a deferral of at least 40% with vesting at the end of a three-year period.
22. Remuneration payable under this deferral arrangements vest no faster than on a pro-rata basis.
23. All awards will be subject to forfeiture provisions.
24. Variable remuneration is not paid through vehicle or methods that facilitates the avoidance of the requirement of AIFMD.

Remuneration – guaranteed bonus

25. It is firm's policy that guaranteed bonus will not be awarded under any circumstances.

Remuneration – severance

26. Severance pay is made at the Firm's absolute discretion. Any payments related to early termination of contracts or retirement will reflect performance achieved over time. This will not designed in a way which reward failure. Severance package is subject to the approval of the management committee.

Remuneration – enhanced pensions

27. The Firm does not provide any enhanced pension benefits to employees.

Personal Investment Strategies

28. All professionals must not use personal hedging strategies, including contract of insurance, which compensates them in the event of a downward adjustment in remuneration and could undermine the risk alignment effects embedded in their remuneration arrangements.
29. Identified staff will be required to undertake (to be refreshed annually) that they will not use such personal hedging strategies/insurance or any other method/vehicle which could lead to avoidance of any provision of this policy. Breach of this undertaking and use of such personal hedging strategies/insurance may constitute gross misconduct and will render the individual liable to dismissal or immediate removal from the Firm's employment.

Pay-Out Process Rules

30. Management has deemed that the Pay-Out Process rules of the ESMA Guidelines does not apply to professionals where:
- their variable remuneration is less than 33%
 - the total remuneration is less than EURO 500,000

Review

31. The management committee will review this policy periodically as necessary and no less frequently than annually. Apart from the management committee's review, the firm's CORMC will conduct the review of the policy once a year as an independent third party.

The CORMC will review:

- i) Regulatory update related to Remuneration Policy in the context of AIFMD
- ii) Gap analysis on the policy in relation to the most updated Regulatory requirement
- iii) Review of Identified Staff
- iv) Review of conflict of interests
- v) Review of implementation of the policy in last year
- vi) Develop proposal to the management committee

Implementation is recorded by the management committee. Internally, information related to variable compensation is highly confidential. Thus, all data are stored in encrypted manner, where the key to read the data is kept by the management committee.

Disclosure

The Company ensure that the remuneration policy is accessible to all employees. Management committee will further inform any new employee, of this remuneration policy and of any change in relation thereto. The Company's employees should know in advance the criteria that will be used to determine their remuneration. The appraisal process adopted shall be properly documented and transparent toward the employees. Confidential qualitative information will never be subject to internal disclosure.

Appendix 1 – Identified Staff

Shigeka Koda	Portfolio Manager, CEO
Kahori Ando	Portfolio Manager, Managing Director
Sherlyn Chen	Assistant Vice President, Portfolio Trading and Support
Jason Teo	Associate, Portfolio Trading & IT Support