# SCHEDULE EE – SHAREHOLDERS RIGHTS DIRECTIVE ENGAGEMENT POLICY

1. **Introduction**
   1. Directive (EU) 2017/828 of the European Parliament and of the Council of 17 May 2017 amending Directive 2007/36/EC (together with the relevant national implementing regulations in Ireland, the “**SRD**”) requires asset managers to develop and publicly disclose an engagement policy that describes how they integrate shareholder engagement in their investment strategy. As a UCITS management company authorised in accordance with the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011 as amended (the “**UCITS Regulations**”), the Company is an asset manager for the purposes of the SRD and has adopted this policy in accordance with the SRD.
   2. This policy seeks to describe how the Company integrates shareholder engagement in its investment strategy. It applies to the Company’s investments in companies which have their registered office in a European Union member state (a “**Member State**”) and the shares of which are admitted to trading on a regulated market situated or operating in a Member State (“**investee companies**”). This policy describes how the Company monitors investee companies in respect of the matters set out in section 2 below. In this policy, the “Company” shall be deemed to refer, where relevant, to each fund (each, a “**Fund**” and together, the “**Funds**”) or segregated mandates under management by the Company and/or the investment manager(s) responsible for the implementation of each fund’s investment strategy. Nothing in this policy shall modify or qualify a Fund’s or other client’s investment objective and policies as set out in the relevant offering documents (the “**Investment Strategy**”).
   3. This policy will be available free of charge on the Company’s website at https://globalxetfs.eu.
2. **Monitoring of relevant matters affecting investee companies**
   1. The Company shall, to the extent determined appropriate by the Company and having regard to, among other things, the Investment Strategy and the nature and size of its exposure to the relevant investee company, monitor the investee company’s approach towards matters such as its business strategy, financial and non-financial performance and risk, capital structure, and social, environmental impact and corporate governance.
   2. The Company may base such monitoring on a variety of sources and mechanisms including, without limitation:
      1. reviewing financial and non-financial information such as annual reports, financial statements and public announcements released on the relevant regulated market by the investee company; and
      2. engaging in dialogue with the board of directors and management of the investee company; and
      3. considering third party analysis of the investee company, wider market developments and competitors of the investee company.
   3. For the avoidance of doubt, the Company does not assume any responsibility for the investee company’s conduct of its business or compliance with its legal, regulatory, corporate governance and other obligations.
3. Engagement with investee companies
   1. The Company may, at its discretion and having regard to the Investment Strategy, engage with the investee company when the Company has concerns about any of the matters referred to above.
   2. In such cases, the Company may seek to engage with the investee company by way of dialogue with its board of directors or management and/or take any one or more of the following actions:
      1. express concerns with the investee company’s advisors;
      2. meet with the chairman or other board members of the investee company;
      3. submit resolutions and speak at shareholder meetings or vote against, or abstain from voting on, resolutions at shareholder meetings;
      4. reduce, or dispose of its holding in, or otherwise adjust its exposure to, the investee company; and
      5. undertake such other engagement as it determines to be appropriate in the circumstances.
4. Exercise of voting rights and other rights attached to shares
   1. Pursuant to the UCITS Regulations and the Central Bank (Supervision and Enforcement) Act 2013 (Section 48(1)) (Undertakings for Collective Investment in Transferable Securities) Regulations 2015 (together, the “**UCITS Rules**”), the Company has adopted a strategy in relation to the exercise of voting rights.
   2. The Company intends to exercise any other rights attaching to shares in investee companies in a manner consistent with the relevant Investment Strategy.
5. Cooperation and communication with other shareholders and stakeholders in investee companies
   1. The Company may, at its discretion and having regard to the Investment Strategy, enter into dialogue and/or collaborate with shareholders and other stakeholders in investee companies (e.g. employees, suppliers, customers, creditors, etc.).
   2. Any such collaboration must be carried out in accordance with the applicable law and regulation and the Company’s policy on conflicts of interest.
6. Management of actual and potential conflicts of interest
   1. The Company has adopted a conflicts of interest policy in accordance with the UCITS Rules which identifies, with reference to the portfolio management activities carried out by or on behalf of the Company, the circumstances which constitute or may give rise to a conflict of interest entailing a material risk of damage to the interests of the Company and its clients and sets out procedures to be followed and measures to be adopted to manage such conflicts.
7. **Annual disclosure on implementation of this policy and review of policy**
   1. The Company shall, to the extent required by applicable law and regulation, disclose on its website at https://globalxetfs.eu/ and/or by other means, on an annual basis:
      1. how it has implemented this policy, including a general description of voting behaviour, an explanation of the most significant votes and the use of services of proxy advisors; and
      2. how it cast votes in the general meetings of investee companies. Such a disclosure may exclude votes that are insignificant due to the subject matter of the vote or the size of the holdings in the investee company.
   2. The board of directors of the Company and the relevant designated person for regulatory compliance will review this policy as appropriate and on at least an annual basis.
8. **Monitoring and Review** 
   1. This policy has been approved by the board of directors of the Company (the “**Board**”) which is responsible for overseeing that it is adhered to by all of those involved in the Company’s operations. The policy will be reviewed by the Board of the Company on an annual basis and the designated persons responsible for operational risk, fund risk and regulatory compliance will periodically ensure that the policy is being adhered to and remains appropriate to the Company taking into account its nature, scale and complexity.