

COMMITMENT TO PRINCIPLES OF THE U.K. STEWARDSHIP CODE

36 South Capital Advisors LLP ("36 South") is committed to the principles set forth in the UK Stewardship Code (the "Stewardship Code" or "Code") adopted by the Financial Reporting Council. The Stewardship Code aims to enhance the quality of engagement between institutional investors and companies to help improve long-term returns to shareholders and the efficient exercise of governance responsibilities. Engagement includes pursuing purposeful dialogue on strategy, performance and the management of risk, as well as on issues that are the immediate subject of votes at general meetings.

However as the funds managed by 36 South invest almost exclusively in assets which do not have voting or participation rights attached to them (i.e. options and other derivatives), 36 South do not have the opportunity to apply these in practice.

Principle 1

Institutional investors should publicly disclose their policy on how they will discharge their stewardship responsibilities.

Should 36 South ever get the opportunity, our voting actions and dialogue with investee companies will encourage sound business practices and strategy on the part of such companies and the responsible enhancement of shareholder value and always with the best interests of our investment management clients as a paramount consideration.

Principle 2

Institutional investors should have a robust policy on managing conflicts of interest in relation to stewardship and this policy should be publicly disclosed.

36 South maintains robust policies and procedures on managing conflicts of interest. This policy is reflected in our systems and controls regime, which includes a written Conflicts of Interest policy, a comprehensive Compliance Manual, personal account dealing policies and procedures and written policies on such matters as execution, allocation and valuation. These policies are reviewed on an ongoing basis, including regular independent audits.

Principle 3

Institutional investors should monitor their investee companies.

Due to the nature of the assets held by funds managed by 36 South, we do not get the opportunity to engage or dialogue with investee companies. We do however monitor the investee companies we have purchased or sold options on with regard to the profitability of those positions.

Principle 4

Institutional investors should establish clear guidelines on when and how they will escalate their activities as a method of protecting and enhancing shareholder value.

Option holders are not entitled to escalate any activities or views to the investee company.

COMMITMENT TO PRINCIPLES OF THE U.K. STEWARDSHIP CODE

Principle 5

Institutional investors should be willing to act collectively with other investors where appropriate.

If the opportunity ever arose, when appropriate we may act collectively with other investors. If we determine this is in the best interests of our clients, we may collaborate with other investors with whom our interests are aligned and with due regard to the appropriate management of conflicts of interest and safeguarding price sensitive non-public information.

Principle 6

Institutional investors should have a clear policy on voting and disclosure of voting activity.

Option holders are not entitled to vote. However if the opportunity ever arose we will vote our shares in a responsible manner in keeping with our fiduciary duties to our clients. We do not have a policy of automatically supporting any board action nor do we wish to interfere with sound and legitimate management of an investee company. If we are unable to reach a satisfactory outcome through active dialogue with an investee company, then we reserve the right to register an abstention or vote against a proposed board action.

Principle 7

Institutional investors should report periodically on their stewardship and voting activities.

We will report on our voting activities, as necessary and appropriate to discharge our fund management responsibilities, should the fund ever be entitled to vote.

For further information please contact us at compliance@36south.com