

DIMENSIONAL IRELAND LIMITED

(the Company)

Shareholder Engagement Policy

INTRODUCTION

The Company is subject to the terms of the Irish regulations implementing Directive (EU) 2017/828 amending Directive 2007/36/EC as regards the Encouragement of Long-Term Shareholder Engagement.

Accordingly, the Company is obliged to have and disclose a Shareholder Engagement Policy that describes how it integrates shareholder engagement into its investment strategy in the context of investment in shares of companies traded on an EU regulated market.

The Company intends to appoint Dimensional Fund Advisors Ltd. (**Dimensional UK**) as (i) investment manager in respect of the Dimensional Common Contractual Fund (the **Fund**), pursuant to an investment management agreement between the Company and Dimensional UK (the **IMA**), and (ii) sub-investment advisor in respect of certain separately managed account(s) to which Dimensional Ireland is appointed investment manager (the **Accounts**), pursuant to a sub-investment advisory agreement between the Company and Dimensional UK (the **Sub-Investment Advisory Agreement**, and together with the **IMA**, the **Agreements**). Under the **Agreements**, the Company delegates to Dimensional UK responsibility for certain investment management activities, including, without limitation, assisting Dimensional Ireland in exercising voting rights attaching to investments acquired on behalf of the sub-funds of the Fund and/or the Accounts, as applicable. Accordingly, in the context of the Company's obligation to develop and disclose a Shareholder Engagement Policy, the Company endorses Dimensional UK's policy as regards matters called to be dealt with under the Shareholder Engagement Policy. These include:

- how Dimensional UK integrates shareholder engagement into its investment strategy, when acting for clients, including the Company;
- whether and how Dimensional UK monitors investee companies on relevant matters including strategy, financial and non-financial performance and risk, capital structure, social and environmental impact and corporate governance;
- whether and how Dimensional UK conducts dialogue with investee companies, where appropriate;
- how Dimensional UK exercises voting and other rights attaching to shares held by the Fund or the Accounts;

- whether and how Dimensional UK cooperates with other shareholders;
- whether and how Dimensional UK communicates with relevant stakeholders of investee companies; and
- how Dimensional UK manages actual and potential conflicts of interest in regard to engaging with investee companies.

In this regard:

- Dimensional UK has adopted a statement in respect of the UK Stewardship Code– this can be accessed at <https://eu.dimensional.com/en/about-us/investment-stewardship>
- Dimensional UK has also adopted a Responsible Investment Statement and an Investment Stewardship Statement – these can be accessed at <https://eu.dimensional.com/en/about-us/investment-stewardship>;

(together the **Shareholder Engagement Materials**).

The Shareholder Engagement Materials set out how Dimensional UK, when acting in respect of its clients, including the Company, addresses the matters that are called to be dealt with in the Shareholder Engagement Policy as detailed above. Accordingly interested parties should refer to the Shareholder Engagement Materials for those details.

The Shareholder Engagement Materials may be updated from time to time and such updated Shareholder Engagement Materials will be made available at <https://eu.dimensional.com/en/about-us/investment-stewardship>.

The Company intends to disclose, on an annual basis, on its website (<https://eu.dimensional.com/en/>), how the Shareholder Engagement Policy has been implemented by Dimensional UK, in its capacity as investment manager to the Fund and sub-investment advisor to the Accounts, and will provide a general description of voting behaviour, an explanation of the most significant votes undertaken and the use of services of proxy advisors. The Company also intends to publicly disclose how votes were cast on the Fund's and the Accounts' behalf (subject to agreement with the relevant client) in general meetings of companies in which the Fund or the Accounts hold shares, excluding votes that are insignificant due to the subject matter of the vote or the size of the holding in the underlying company.

Date of Policy: 31 October 2020