STATEMENT OF INVESTMENT PRINCIPLES - SEPTEMBER 2020

ARUP UK PENSION SCHEME

1. Introduction

The Trustees of the Arup UK Pension Scheme (the "Scheme") have prepared this Statement of Investment Principles (the "Statement") in accordance with Section 35 of the Pensions Act 1995 (as amended by the Pensions Act 2004, and the Occupational Pension Schemes (Investment) Regulations 2005). The Trustees will review this Statement and the Scheme's investment strategy annually from the effective date of this Statement and without delay after any significant change in the investment policy.

The Trustees are responsible for the investment strategy of the Scheme. The Trustees have consulted with the Principal Employer ("the Employer"), Ove Arup & Partners International Limited and will take the Employer's comments into account when they believe it is appropriate to do so.

The Trustees are ultimately responsible for the investment of the Scheme's assets and obtain written advice on the long term investment strategy appropriate for the Scheme, and on the preparation of this Statement. This advice was provided by Mercer who are authorised and regulated by the Financial Conduct Authority.

2. Investment objectives

In addition to ensuring that the assets of the Scheme are invested in the best interests of the members and beneficiaries, the Trustees' primary investment objectives are*:*

- To ensure that sufficient assets are available to pay members' benefits as and when they arise;
- To achieve full funding position on a self-sufficiency funding basis (defined as being gilts plus 0.60% p.a.) on or before the end of 2033 (the end of the recovery period).

3. Investment Risk Measurement and Management

The key investment risks, which the Trustee believes are financially material over the expected life of the Scheme, are recognised as arising from asset allocation. The Trustees take advice on the continued appropriateness of the existing investment strategy, which is reviewed following each formal actuarial valuation of the Scheme (or more frequently should the circumstances of the Scheme change in a material way), and has agreed a framework whereby the Scheme de-risks as the funding position improves.

Risks associated with changes in the Employer covenant are assessed by monitoring the Failure Score (as defined for the purposes of calculating the risk-based element of the Pension Protection Fund levy). The Trustees also have an agreement with the Employer to receive notification of any events which have the potential to alter the creditworthiness of the Employer. In particular, the Trustees will be informed of Type A events, as defined in appropriate guidance issued by the Pensions Regulator and Employer-related Notifiable Events. On receipt of such notification, the Trustees will re-consider the continued appropriateness of the Scheme's existing investment strategy.

Following changes to accounting standards, the Trustees are now required to provide narrative disclosures on the credit and market risks arising from its investment arrangements in the Trustee Annual Report and Accounts.

These are as follows:

- Credit risk: this is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. In respect of the Scheme, this risk reflects the probability that coupon and redemption payments due under a bond might not be made by the issuer, and similarly that the dividends and rental income expected from equity and property investments respectively might not be paid.
- Market risk: this is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk, each of which is further detailed as follows:
    - Currency risk: this is the risk that the fair value or future cash flows of a financial asset will fluctuate because of changes in foreign exchange rates. In respect of the Scheme, this is the risk that occurs through investment in non-Sterling assets, given that the Scheme's liabilities are denominated in Sterling, because changes in exchange rates will impact the relative value of the assets and liabilities.
    - Interest rate risk: this is the risk that the fair value or future cash flows of a financial asset will fluctuate because of changes in market interest rates. In respect of the Scheme this risk exists if the cost of securing members benefits increases due to fall in long term gilt yields.
    - Other price risk: this is the risk that the fair value or future cash flows of a financial asset will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market.

The Trustees monitor the risks arising through the selection or appointment of investment managers on a quarterly basis via investment monitoring reports prepared by their professional advisors. Expected deviation from the benchmark (for a passive investment manager) or outperformance target (for an active investment manager) is detailed in the Appendix of this Statement. The Trustees have appointed Mercer Limited to alert them on any matters of material significance that might affect the ability of each investment manager to achieve its objectives.

The Trustees acknowledge the Scheme is exposed to collateral management and counterparty risk in relation to the derivative instruments used within its investment arrangements. The Trustees understand the collateral requirements will change and these are reviewed regularly. The collateral requirement and counterparty exposure will be managed by the Scheme's investment manager but regularly monitored by the Trustees.

The Trustees acknowledge that investment returns achieved outside the expected deviation (positive or negative) may indicate that the investment manager is taking a higher level of risk than indicated. These issues were considered when appointing investment managers and will be considered as part of the regular ongoing investment review procedures that the Trustees have in place.

For due diligence purposes, the Trustees meet regularly and see their investment managers approximately every 18 months via the Investment Sub-Committee.

4. Investment Strategy

The types of investments held and the balance between them is deemed appropriate given the liability profile of the Scheme, its cashflow requirements, the funding level of the Scheme and the Trustees' objectives.

Assets held to cover the Scheme's technical provisions (the liabilities of the Scheme) are invested in a manner appropriate to the nature and duration of the expected future retirement benefits payable under the Scheme.

A broad range of available asset classes has been considered. This includes consideration of so called "alternative" asset classes (namely property, diversified growth funds, alternative credit and hedge funds).

The asset allocation set out in Appendix A was implemented after considering written advice from the Scheme's advisers.

The Trustees exercise their powers of investment in a manner calculated to ensure the security, quality, liquidity and profitability of the portfolio as a whole. In order to avoid an undue concentration of risk a spread of assets is held. The diversification is both within and across the major asset classes.

The assets of the Scheme are invested predominantly on regulated markets (with investments not on regulated markets being kept to a prudent level) and properly diversified to avoid excessive reliance on any particular asset, issuer or group of undertakings so as to avoid accumulations of risk in the portfolio as a whole.

Investment in derivatives is only made in so far as they contribute to the reduction of investment risks or facilitate efficient portfolio management and are managed such as to avoid excessive risk exposure to a single counterparty or other derivative operations.

A working balance of cash is held for immediate payment of benefits, expenses, etc. Under normal circumstances it is not the Trustees' intention to hold a significant cash balance and this is carefully monitored by the Scheme's administrator. Where there is a significant cash balance, the monies will be invested in a specialist cash fund in order to manage risk.

5. Day-to Day Management

The day-to-day management of the Scheme's assets has been delegated to investment managers who are appropriately authorised and regulated as required under the Financial Services and Markets Act 2000 (amended by the Financial Services Act 2012). Their regulatory status can be verified on the Financial Services Register at www.fca.org.uk/register/. A copy of this Statement is available to the investment managers appointed and to the members of the Scheme on request.

6. Expected return on investments

Over the long-term the Trustees' expectations are:

- for the "growth" assets (global equities, diversified growth funds, fund of hedge funds, alternative credit and property), to achieve a return in excess of the increase in value of the liabilities over the same period. The Trustees are willing to incur short-term volatility in asset price behaviour with the expectation that over the long term these assets will outperform asset classes which may be regarded as matching the liabilities;

- for the "matching" assets (liability-driven investment and buy and maintain) to achieve a rate of return which is proportionately (depending on the target hedge ratio) in line with the growth of liabilities;

The Scheme's final salary section closed to future accruals on 30 June 2010, at which point all active members became deferred and now their benefits increase in line with inflation (CPI).

Returns achieved by the investment managers are assessed against performance benchmarks set by the Trustees in consultation with their advisers and investment managers.

7. Realisation of Investments/Liquidity

The Trustees recognise that in order to help achieve their investment objectives they are able to tolerate a degree of illiquidity within the Scheme's asset portfolio. At present, most of the assets of the Scheme are currently held in pooled funds and are realisable at short notice through the sale of units if liquidity is required.

8. Custody

The Scheme's assets are invested in pooled funds, which give the Trustees a right to the cash value of the units rather than to the underlying assets. The investment managers of the pooled funds are responsible for the appointment and monitoring of the custodian of the fund's assets.

The custodians are independent of the Employer.

9. Social, Environmental or Ethical Considerations

The Trustees believe that environmental, social, and corporate governance (ESG) factors may have a material impact on investment risk and return outcomes over the time horizon of the Scheme, and that good stewardship can create and preserve value for companies and markets as a whole. The Trustees also recognise that long-term sustainability issues, particularly climate change, present risks and opportunities that increasingly may require explicit consideration.

The Trustees have given appointed investment managers full discretion in evaluating ESG factors, including climate change considerations, and exercising voting rights and stewardship obligations attached to the investments, in accordance with their own corporate governance policies and current best practice, including the UK Corporate Governance Code and UK Stewardship Code. This includes monitoring and engaging with relevant persons (including issuers of debt of equity, investment managers or other relevant stakeholders) about relevant matters concerning the issuer of debt or equity (Including their performance, strategy, capital structure, management of actual or potential conflicts of interest, risks, social and environmental impact and corporate governance).

The Trustees consider how ESG, climate change and stewardship is integrated within investment processes in appointing new investment managers and monitoring existing investment managers. Monitoring of investment manager ESG integration is included in the quarterly investment monitoring reports prepared by the Trustees' professional advisors. In addition, the Trustees review the investment managers' policies and engagement activities (where applicable) on an annual basis as part of the regular investment manager monitoring.

The Trustees do not currently have a policy of taking into account the views of the members and beneficiaries, including their ethical views and views in relation to social and environmental impact and their present and future quality of life, when considering the selection, retention and realisation of assets.

10. Investment manager arrangement policies

Alignment of investment manager decisions with the Trustees' policies

Investment managers are appointed based on their capabilities and, therefore, their perceived likelihood of achieving the expected return and risk characteristics required for the asset class for which they are selected.

The Trustees will review an appointment if the investment objective for an investment manager's fund changes to ensure it remains appropriate and consistent with the Trustees' wider investment objectives.

Where the Trustees invest in pooled investment vehicles they accept that they have no ability to specify the risk profile and return targets of the investment manager, but appropriate mandates can be selected to align with the overall investment strategy.

In respect of the bespoke pooled fund, the Trustees have specified the criteria in the investment management agreements for the asset class manager to be in line with the Trustees' specific investment requirements.

Incentivising investment managers to make decisions based on medium to long-term financial and non-financial issuer performance

The Trustees aim to meet with each investment manager as deemed appropriate, to discuss performance and other investment related matters (including integration of ESG and climate change into the investment process and voting and engagement activities). As part of this, the Trustees will challenge decisions that appear out of line with the Scheme stated objectives and/or policies.

Evaluating investment manager performance

The Trustees receives investment manager performance reports from the investment consultant on a quarterly basis, which present performance information over short term and medium term (usually three month, twelve-month and three years).

The Trustees review the absolute performance and relative performance against a suitable index used as the benchmark, as well as against the investment manager's stated target performance (over the relevant time period) on a net of fees basis. The Trustees' focus is on long-term performance.

Furthermore, the Trustees review the investment managers' fees and expenses on a periodic basis. There are active mandates with performance related fees, which have structures in place to avoid the Trustees paying additional fees during periods of long term underperformance.

Portfolio turnover costs

The Trustees do not currently actively monitor portfolio turnover costs. The majority of investment manager performance objectives are set net of all fees and costs and therefore investment managers are incentivised in this way to keep portfolio turnover costs to the minimum required to meet or exceed their objectives. A majority of the Scheme's assets are invested in passive mandates such as LDI and index-tracking equity, and also in buy and maintain credit; the Trustees expect turnover to be low in these mandates.

The Trustees receive some MiFID II reporting from their investment managers. The Trustees will continue to monitor industry improvements concerning the reporting of portfolio turnover costs. In future, the Trustees may ask investment managers to report on portfolio turnover cost as part of annual manager monitoring.

Duration of arrangement with investment managers

The Trustees are long term investors and are not looking to change investment arrangements on a frequent basis. The focus of performance assessments is on longer term outcomes so the Trustees would not ordinarily expect to terminate an investment manager's appointment based purely on short term performance.

For open-ended funds, there is no set duration for the manager appointments. The Trustees will retain an investment manager unless:

i) There is a change to the overall investment strategy that no longer requires exposure to that asset class or investment manager;

ii) The investment manager appointment is reviewed and the Trustees decide to terminate for a more suitable appointment.

Appendix A sets out the arrangements the Trustees have put in place regarding receiving investment advice from the appointed investment advisor.

11. Investment Restrictions

The Trustees have not set any investment restrictions on the appointed investment managers in relation to particular products or activities, but may consider this in future.

12. Activism, and the Exercise of the Rights Attaching to Investments

The Trustees do not currently have a specific policy in relation to the exercise of the rights (including voting rights) attaching to investments. These matters are however kept under review and the Trustees are aware of the policy towards corporate governance adopted by their investment managers and receive regular reports on their activity.

13. Effective Decision Making

The Trustees recognise that decisions should be taken only by persons or organisations with the skills, information and resources necessary to take them effectively. It also recognises that where it takes investment decisions, it must have sufficient expertise and appropriate training to be able to evaluate critically any advice it takes.

14. Additional Voluntary Contributions ("AVCs") Arrangements

In addition to the salary related benefits, members who obtained further benefits by paying additional voluntary contributions to the Scheme secured further added years of pensionable service. This section closed with effect from 31 March 2007.

The liabilities in respect of other AVC arrangements are invested separately from the main Scheme assets and are equal to the value of the members' individual funds. The Trustees review the nature of these funds periodically to ensure that they remain appropriate to the members' needs.

From time to time the Trustees review the choice of investments available to ensure that they remain appropriate to the members' needs.

15. Defined Contribution member transfers-back

In February 2020, defined contribution retirement accounts relating to all members of the old money purchase section were transferred to a Master Trust.

This included the defined contribution retirement accounts of a small number of individuals who are also members of the Defined Benefit section of the Scheme. The Trustees and the Employer have agreed to give these members upon retirement the option to transfer back a proportion of their defined contribution assets into the Scheme so that these assets can be applied towards their pension commencement lump sums.

Following the transfer-back, such assets will be held in the Trustee bank account until they are paid to the member in cash in a similar manner to the externally administered AVC arrangements.

This option is offered at the Trustees' and the Employer's discretion and may be withdrawn in the future for any reason, including as a result of legislative changes and/or the way that defined benefit pensions are paid from the Scheme.

22/09/20

Date

Signed on behalf of the Trustees of the Arup UK Pension Scheme

APPENDIX A - DEFINED BENEFIT SECTION SEPTEMBER 2020

ARUP UK PENSION SCHEME

This Appendix sets out the Trustees' current investment strategy for the Defined Benefit section of Arup UK Pension Scheme ("the Scheme"), and is supplementary to the Trustees' Statement of Investment Principles (the "attached Statement").

The Trustees' investment strategy has been established in order to maximise the likelihood of achieving the primary objectives set out in the attached Statement.

1. Asset Allocation

	Bmk (%)	**Ranges (%)**
Synthetic Equity*	21.0	+/- 5
Diversified Growth Funds (DGF)	22.0	+/- 10
Property	5.0	+/- 5
Alternative Credit	9.0	+/- 5
Total Growth	**57.0**	**+/- 5**
Buy and Maintain Fund	13.0	+/- 5
Bespoke LDI portfolio	30.0	+/- 20
Total Matching	**43.0**	**+/- 5**
Total	**100.0**	

* 50% of notional exposure to Equity TRS and Equity Futures is hedged by a separate Currency Hedging Portfolio for the currencies in EUR, JPY and USD (all other overseas currencies are unhedged)

2. Rebalancing Policy

The distribution of the Scheme's assets between mandates will vary over time due to market movements and relative performance of each mandate.

The Trustees have agreed the following in respect of rebalancing the Scheme's assets over time.

- The Trustees will review the actual growth and matching allocations versus the strategic benchmark on a quarterly basis. If the allocations fall outside the control ranges set out in the asset allocation table above, the Trustees will consider rebalancing to bring the actual allocation towards the central allocation.
- Any rebalancing actions will be advised by Mercer to be approved by the Trustees via the Investment Sub-Committee before any changes are implemented.
- The sale or purchase of other asset classes required to achieve this will be determined using an approach reflecting the degree of deviation from the central allocation of the remaining asset classes.
- At all times the rebalancing activity will seek to avoid unnecessary transactional complexity.

3. Investment Management Arrangements

The following describes the mandates given to the investment managers within each asset class.

LGIM Qualifying Investor Alternative Investment Fund (QIAIF)

The principal investment objectives of the QIAIF are:

- To implement a hedge of a proportion of the interest rate and inflation sensitivity of the Scheme's liabilities, as measured by the gilts-flat discount rate basis; and

- To replace physical equity holdings with synthetic equity market exposure to provide to release cash to help meet the above objective.

LGIM can invest in various instruments within the QIAIF including Gilts and index-linked gilts, gilt repos and reverse repos, interest rate swaps, inflation swaps, equity futures and equity total return swaps and various cash instruments.

LGIM Buy and Maintain Fund

The investment objective is to capture the credit risk premium within a globally diversified portfolio, and preserve value over the credit cycle by avoiding defaults and securities experiencing a significant deterioration in credit quality.

Manager/Fund	Benchmark
LGIM Buy and Maintain Credit Fund	n/a*

** No formal benchmark.*

Diversified Growth Funds

Manager/Fund	Benchmark	Target	Expected Volatility
Newton Sustainable Real Return Fund	1 month Sterling LIBOR	1 month GBP LIBOR +4% p.a over rolling 5 year periods (gross of fees)	Annualised volatility range between 2% to 5%.
Nordea Stable Return Diversified Growth Fund	3 month Sterling LIBOR*	3 month LIBOR + 4% p.a. over the market cycle (gross of fees)	4%-7% p.a.

** To be used for performance measurement purposes as no formal benchmark is provided by Nordea.*

Property

Manager/Fund	Benchmark	Weight	Target
PATRIZIA Hanover Property Unit Trust	IPD Balanced Property Unit Trust Median	20-60%	Outperform the benchmark
Schroders Exempt Property Unit Trust (SEPUT)	IPD UK Pooled Property Fund Indices - All Balanced Funds Median	40-80%	+0.5% p.a. (net of fees) over rolling 3 year period

Alternative Credit

Manager/Fund	Benchmark	Weight	Target
Wellington – Absolute Return Bond Fund	3 Month Sterling LIBID	50%	+ 4-6% p.a. (gross of fees) over full market cycle
Barings– Global High Yield Credit	3 Month Sterling LIBOR	50%	+5% p.a. (net of fees) over full market cycle

Fee Structure

Mandate		Fees
LGIM QIAIF	Liability Hedging Portfolio	0.05% p.a. of the monthly average resent value of the first £750m of liabilities(1) hedged by Total Hedging Assets(2), and 0.04% p.a. of the remaining liabilities hedged by the Total Hedging Assets.
	Synthetic Equity Portfolio	0.05% on the exposure (base) of Equity Futures and Equity TRS.
	Currency Hedging Portfolio	Nil- Costs included in the Synthetic Equity Portfolio cost
	Sterling Liquidity Fund	0.125% p.a. in respect to Class 1 shares
LGIM – Buy and Maintain Fund		0.130% p.a.
Nordea Stable Return Diversified Growth Fund		0.700% p.a.
Newton Sustainable Real Return Fund		0.550% p.a.
Schroders – Property		0.700% p.a.
PATRIZIA – Property		0.550% p.a. Plus performance fee of 0.125% p.a. charged quarterly, if above benchmark performance over previous 36 months or 0.15% p.a. charged quarterly if in benchmark upper quartile performance over previous 36 months.
Wellington – Absolute Return Bond Fund		0.250% p.a. Plus performance fee of 20% on any excess returns over the previous month.
Barings – Global High Yield Credit		0.525% p.a.

(1) Liabilities hedged shall be the greater of:
a. Total Liability Cashflows PV * Total Hedging Assets PV01 / Total Liability Cashflows PV01.
b. Real Liability Cashflows PV * Total Hedging Assets IE01 / Real Liability Cashflows IE01
where reference to Total Liability Cashflows PV means the sum of Fixed Liability Cashflows PV and Real Liability Cashflows PV.
(2) Total Hedging Assets is defined as all assets within the Liability Hedging Portfolio plus the Other Assets. Total Liability Cashflows PV01 refers to the sum of the PV01 of the Nominal Liability Cashflows and PV01 of the Real Liability Cashflows

Investment Managers Fees

For passive mandates, or mandates where the investment manager is seeking to add incremental value in excess of the performance benchmark, the investment manager is remunerated as a set percentage of the assets under management. This is in keeping with market practice.

Advisers

The Trustees' investment advisers are paid for advice received on the basis of the time spent by the adviser. For significant areas of advice (e.g. one off special jobs, or large jobs, such as asset and liability modelling), the Trustees will endeavour to agree a project budget.

These arrangements recognise the bespoke nature of the advice given and that no investment decisions have been delegated to the adviser.