



AP Ventures  
ADVANCE & PIONEER

# UK Stewardship Code Disclosure Statement

March 2021

AP Ventures LLP

(“AP Ventures” / the “Firm”)

Effective from 1 January 2020, the Financial Reporting Council’s (“FRC”) UK Stewardship Code (the “Code”) has been substantially updated to be applicable to a broader range of investment strategies, other than purely listed equity, such as fixed income bonds, real estate and infrastructure. It also reflects the growth of environmental factors, particularly climate change, as well as social and governance factors (together, “ESG”) as material issues for asset managers to consider when making investment decisions and undertaking stewardship.

In the 2020 version, the Code defines stewardship as “the responsible allocation, management and oversight of capital to create long-term value for clients and beneficiaries leading to sustainable benefits for the economy, the environment and society”.

## The Principles of the Code

There are twelve Principles of the Code that apply to asset owners and asset managers. These are grouped under four headings:

### **Purpose and governance**

1. Purpose, strategy and culture
2. Governance, resources and incentives
3. Conflicts of interest
4. Promoting well-functioning markets
5. Review and assurance

### **Investment approach**

6. Client and beneficiary needs
7. Stewardship, investment and ESG integration
8. Monitoring managers and service providers

### **Engagement**

9. Engagement
10. Collaboration
11. Escalation

### **Exercising rights and responsibilities**

12. Exercising rights and responsibilities

The FRC requires that firms aiming to be signatories to the Code must produce an annual Stewardship Report explaining how they have applied the Code in the previous 12 months. The FRC will evaluate Reports against an assessment framework and those meeting the reporting expectations will be listed as signatories to the Code.



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## FCA Regulatory Disclosure on the Stewardship Code

Rule 2.2.3R of the Financial Conduct Authority (“FCA”) Conduct of Business Sourcebook (“COBS”) requires an FCA authorised firm to disclose the nature of its commitment to the FRC’s UK Stewardship Code or, where it does not commit to the code, its alternative investment strategy.

Adherence to the Code is voluntary.

The Firm’s investment activity involves investing predominantly in private companies, principally in equity and equity-related securities, but also in debt, convertible instruments and other instruments, where appropriate. Investment in such products does not usually attract the stewardship responsibilities of an owner of publicly traded equities.

Furthermore, AP Ventures’ approach in relation to engagement with issuers and their management is determined on a global basis. A consistent global approach is taken to engagement with issuers and their management in all of the jurisdictions in which AP Ventures invests and, consequently, AP Ventures does not consider it appropriate to commit to any particular voluntary code of practice relating to any individual jurisdiction and feels that the Code is not appropriate to AP Ventures’ business model.

Consequently, while AP Ventures generally supports the objectives that underlie the Code, the provisions of the Code are not considered to be relevant to the activities currently undertaken by the Firm. If AP Ventures’ activities change in such a manner that the provisions of the Code become relevant, the Firm will amend this disclosure accordingly.

For further details on any of the above information, please contact Pamela Darchiville.