



VALUE SPECIALISTS SINCE 1974

Annual Evaluation of our Commitments under the Japan Stewardship Code

As part of Brandes Investment Partners LP's statement of self-evaluation and adherence to the Japan Stewardship Code, we regularly review our commitments as reflected in our statement of adherence. During the period January 1, 2019 to December 31, 2019, we took the following actions:

- Drafted and publicly disclosed our Responsible Investment Statement.
- Reviewed and updated our proxy voting policy including changes to include additional criteria considered when evaluating director nominees, board committee composition, and executive compensation plans.
- Our ESG Oversight Committee conducted regular meetings to review such topics as governance activities, engagement, proxy voting, and development of corporate governance policies.
- Annual review of Proxy Advisory firm performance and costs.
- Continually reviewed Proxy Advisory vendors for potential conflicts of interest.
- Reviewed instances where Brandes voted differently than the recommendations of the Proxy Advisory vendors and/or the proposals by Japanese portfolio companies.
- Met with representatives from the Stock Transfer Agency Division of Sumitomo Mitsui Trust Bank and IR Japan to review proxy voting results and discuss various environmental, social, and governance issues and changes in Japan.
- Maintained an extensive voting history to review corporate governance progress in Japan.
- Voted over 80 meetings of Japanese portfolio companies on behalf of Brandes funds and client accounts.
- Publicly disclosed on our website our voting history for all Japanese securities held by the Brandes funds over the trailing twelve months period, including rationale for voting against proposals.
- Communicated with the management of over 30 Japanese companies regarding such topics as executive compensation, capital allocation, director elections and corporate governance best practices.
- Fulfilled the requirements as a signatory of the United Nations Principles for Responsible Investment (<https://www.unpri.org/signatory-directory/brandes-investment-partners/2078.article>) and continued as a member of the International Corporate Governance Network

Brandes believes that our stewardship activities are able to help shape the governance of Japanese portfolio companies, thereby enhancing their effectiveness and adding value for our clients over the long term. Brandes has long been a champion of responsible corporate behavior and will continue to fulfill our obligations as a steward of positive governance change in Japan.