

### Introduction

The Financial Conduct Authority (“FCA” or “regulator”) in the Prudential sourcebook for MiFID Investment Firms in the FCA Handbook (“MIFIDPRU”) sets out the detailed prudential requirements that apply to Nedgroup Investments (UK) Ltd (“NIUK” or the “Firm”). Chapter 8 of MIFIDPRU (“MIFIDPRU 8”) sets out public disclosure rules and guidance with which the Firm must comply, further to those prudential requirements.

NIUK is classified under MIFIDPRU as a small and non-interconnected MIFIDPRU investment firm (“SNI MIFIDPRU Investment Firm”). As such, the Firm is required by MIFIDPRU 8 to disclose information on the following areas:

- Risk management objectives and policies;
- Governance arrangements;
- Own funds;
- Own funds requirements; and
- Remuneration policy and practices.

The purpose of these disclosures is to give stakeholders and market participants an insight into the Firm’s culture and data on the Firm’s own funds and own funds requirements allows potential investors to assess the Firm’s financial strength.

This document has been prepared by NIUK in accordance with the requirements of MIFIDPRU 8 and is verified by the Board of Directors (the “Board”). Unless otherwise stated, all figures are as at the Firm’s 31 December 2024 financial year-end.

### Remuneration Policy and Practices

#### Overview

As an SNI MIFIDPRU Investment Firm, NIUK is subject to the basic requirements of the MIFIDPRU Remuneration Code (as laid down in Chapter 19G of the Senior management arrangements, Systems and Controls sourcebook in the FCA Handbook (“SYSC”)). The purpose of the remuneration requirements is to:

- Promote effective risk management in the long-term interests of the Firm and its clients;
- Ensure alignment between risk and individual reward;
- Support positive behaviours and healthy firm cultures; and
- Discourage behaviours that can lead to misconduct and poor customer outcomes.

The objective of NIUK’s remuneration policies and practices is to establish, implement and maintain a culture that is consistent with, and promotes, sound and effective risk management and does not encourage risk-taking which is inconsistent with the risk profile of the Firm and the services that it provides to its clients.

In addition, NIUK recognises that remuneration is a key component in how the Firm attracts, motivates, and retains quality staff and sustains consistently high levels of performance, productivity, and results. As such, the Firm’s remuneration philosophy is also grounded in the belief that its people are the most important asset and provide its greatest competitive advantage.



NIUK is committed to excellence, teamwork, ethical behaviour, and the pursuit of exceptional outcomes for its clients. From a remuneration perspective, this means that performance is determined through the assessment of various factors that relate to these values, and by making considered and informed decisions that reward effort, attitude, and results.

### **Characteristics of the Firm's Remuneration Policy and Practices**

Remuneration at NIUK is made up of fixed and variable components. The fixed component is set in line with market competitiveness at a level to attract and retain skilled staff. Variable remuneration is paid on a discretionary basis and takes into consideration the following:

- The financial performance of the Firm,
- The financial performance of the Group Cluster to which the Firm belongs,
- The financial performance of the Group, and
- The performance of the individual.

All staff members are eligible to receive variable remuneration in the form of short term incentives. Certain key roles are also eligible to receive variable remuneration in the form of long term incentives whereby an amount is allocated via Phantom Restricted Units equivalent to one Nedbank Group Ordinary Share which are subject to Corporate Performance Targets and the employee's retention over the three year vesting period. This process is managed and allocated by Nedgroup Investments Executive in South Africa with the key principals of retention of key talent with strong leadership and the skills to drive the business strategy.

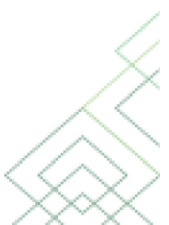
The performance management process to assess performance of individuals aims to promote alignment of individual, team and cluster performance objectives. Performance management is an ongoing process through regular conversations and all outcomes are subjected to an alignment exercise to ensure fair outcomes free of any bias.


The fixed and variable components of remuneration are appropriately balanced: the fixed component represents a sufficiently high proportion of the total remuneration to enable the operation of a fully flexible policy on variable remuneration. This allows for the possibility of paying no variable remuneration component, which the Firm would do in certain situations, such as where the Firm's profitability performance is constrained, or where there is a risk that the Firm may not be able to meet its capital or liquidity regulatory requirements.

### **Governance and Oversight**

The EXCO, with ratification by the Board, are responsible for setting and overseeing the implementation of NIUK's remuneration policy and practices. In order to fulfil its responsibilities, EXCO and the Board:

- Is appropriately staffed to enable it to exercise competent and independent judgment on remuneration policies and practices and the incentives created for managing risk, capital, and liquidity.
- Prepares decisions regarding remuneration, including decisions that have implications for the risk and risk management of the Firm.
- Ensures that the Firm's remuneration policy and practices take into account the public interest and the long-term interests of shareholders, investors, and other stakeholders in the Firm.



- 
- Ensures that the overall remuneration policy is consistent with the business strategy, objectives, values, and interests of the Firm and of its clients.

NIUK's remuneration policy and practices are reviewed annually by the Board.

### **Quantitative Remuneration Disclosure**

For the financial year ending 31 December 2024, the total amount of remuneration awarded to all staff was £2,261,838 of which £1,708,682 comprised the fixed component of remuneration, and £553,157 comprised the variable component. For these purposes, 'staff' includes employees of the Firm and its executive Directors.