Proxy Voting Policy
Intech® Investment Management LLC

March 1, 2026

Confidential – Not for Public Distribution

The following are the procedures for Intech, with respect to the voting of proxies on behalf of all clients for which Intech has been delegated the responsibility for voting proxies, and the keeping of related records.

General Policy

Intech has engaged Institutional Shareholder Services Inc. ("ISS") to vote proxies on behalf of all clients who delegate their proxy voting rights to Intech. ISS is an independent proxy voting service provider, which performs extensive research on factors relevant to proxy voting, such as company management, policies, and practices. ISS has designed and maintains numerous different proxy voting guidelines which vary by country or by specialty factors such as environmental, social, religious or other issues.

While clients are always free to vote their own proxies, for those that delegate that to Intech, Intech has pre-selected two of the ISS proxy voting guidelines for use by Intech's institutional clients. At their discretion, Intech clients may direct ISS to apply one of the following proxy voting guidelines when voting their shares: ISS Benchmark Proxy Voting Guidelines or ISS Socially Responsible Investment Proxy Voting Guidelines (collectively referred to herein as the "ISS Recommendations"). Clients may change their selected ISS Recommendations at any time as long as they select from the two options offered by Intech.

Effective January 1, 2024, when Intech is granted proxy voting authority, and unless otherwise directed by a client, the default proxy voting guidelines for a client will be the ISS Benchmark Proxy Voting Guidelines. Clients are deemed to have accepted this choice unless or until the client directs Intech to employ a different set of guidelines or revokes its delegation of proxy voting authority.

The ISS Benchmark Proxy Voting Guidelines are based on widely accepted good governance practices and principles. They are designed to assist institutional investors in meeting their fiduciary requirements with respect to voting by promoting long-term shareholder value creation and risk mitigation at their portfolio firms, through support of responsible global corporate governance practices. The guidelines are reviewed and updated annually pursuant to consultation undertaken by ISS and with input from a wide range of institutional investors, companies, and other stakeholders.

The ISS Socially Responsible Investment Proxy Voting Guidelines offered by Intech recognize that socially responsible institutional shareholders are concerned not only with economic returns to shareholders and sound corporate governance, but also with the ethical behavior of corporations and the social and environmental impact of their actions.

Intech will not accept direction in the voting of proxies for which it has voting responsibility from any person or organization other than ISS and shares will only be voted in accordance with the ISS Recommendations selected or accepted by the client. Additional information about ISS and its proxy voting guidelines is available on ISS's website at www.issgovernance.com, or upon request.

Intech will only accept direction from a client to vote proxies for its account pursuant to the ISS Recommendations selected or accepted by the client. Of course, clients are always welcome to retain proxy-voting authority, revoke previously granted proxy-voting authority, or select other proxy voting guidelines offered by Intech.

In the rare event that a client chooses to delegate proxy voting to Intech, does not wish to choose any of the ISS Recommendations offered by Intech, and is not subject to any legal duty to vote in accordance with any specific guidelines, the client may opt to direct ISS to auto vote all its proxies in favor of management.

Intech understands the importance of exercising its clients' votes and will take all reasonable steps to exercise this right in all cases. However, in some circumstances, it is impractical or sometimes impossible for Intech to vote. For example, with respect to clients that have elected to participate in securities lending, it is generally impractical and sometimes impossible for Intech to call back securities to vote proxies. Some markets require that securities be "blocked" or re-registered to vote at a company's meeting. Absent an issue of compelling economic importance, Intech will generally not vote due to the loss of liquidity imposed by these requirements.[1]

[1]Share blocking is a mechanism used by certain global jurisdictions, which prohibits trading shares to be voted for a specified period of time prior to a shareholder meeting. Share blocking is intended to facilitate the voting process. However, it constrains share trading, because a pending trade intended to settle during a blocked period may fail.

Further, the voting proxies of companies located in some non-U.S. jurisdictions may involve several issues that can restrict or prevent the ability to vote such proxies or entail significant costs. These include, but are not limited to: (i) proxy statements and ballots being written in a language other than English; (ii) untimely and/or inadequate notice of shareholder meetings; (iii) restrictions on the ability of holders outside the issuer's jurisdiction of organization to exercise votes; (iv) requirements to vote proxies in person; (v) the imposition of restrictions on the sale of the securities for a period of time in proximity to the shareholder meeting; (vi) requirements by some foreign sub-custodians to submit votes sooner than the official cut-off date; and (vii) requirements to provide local agents with power of attorney to facilitate voting instructions. As a result, clients' non-U.S. proxies are voted on a best-efforts basis, after considering the costs and benefits of voting such proxies and determining that any issues presented are unlikely to have a material impact on shareholder value.

Use of Proxy Voting Service

Intech has engaged ISS to assist in the voting of proxies. ISS is responsible for coordinating with clients' custodians to seek to ensure that all proxy materials received by the custodians relating to clients' portfolio securities are processed timely. ISS is responsible for working with Intech to coordinate the actual votes cast. In addition, ISS is responsible for maintaining records of all votes cast on behalf of client accounts, copies of all proxy statements received by issuers, and promptly providing such materials to Intech or clients, upon request.

ISS uses an electronic vote management system that automatically populates each ballot with vote recommendations based on the specific ISS proxy-voting guidelines selected by the client without prior review by Intech, thereby enabling the automatic submission of votes in a timely and efficient manner. The pre-population of voting recommendations on a ballot strictly adheres to each client's selected proxy voting guidelines. Under no circumstances is ISS authorized to deviate from a client's proxy voting guidelines.

ISS will not proceed with the automatic voting of pre-populated ballots if it has become aware that an issuer intends to file or has filed additional soliciting materials before the submission deadline. In such instances, ISS will consider such information prior to voting in order to promote voting in clients' best interests. ISS has policies and procedures reasonably designed to promote proxy voting recommendations that are based on current and accurate information provided by issuers.

Conflicts of Interest

Intech is committed to acting in a consistent and transparent manner. Intech's principal objective when voting proxies is to fulfill its fiduciary duty by acting in the best interests of its clients. Intech has adopted the following procedures and controls to address conflicts of interest in connection with proxy voting:

ISS shall vote all proxies on Intech's behalf for clients that have delegated proxy voting authority to Intech, in accordance with the proxy voting guidelines selected or accepted by the client or, where applicable, the auto vote instructions provided to Intech and ISS. Intech conducts periodic reviews of proxy voting records on a sample basis to determine whether all votes are cast in accordance with the applicable proxy voting guidelines.

Intech's default to the ISS Benchmark Proxy Voting Guidelines for clients that grant Intech proxy voting authority without specifying the applicable ISS Recommendations presents a potential conflict of interest because the default may enhance Intech's ability to retain and attract clients whose preferences align with these guidelines.

Consistent with Intech's fiduciary obligations, Intech has determined that the ISS Benchmark Proxy Voting Guidelines, represent a widely recognized, independent, and systematically developed framework designed to promote long term shareholder value and sound corporate governance practices. Intech believes that, in the absence of specific client direction, defaulting to these guidelines is designed to provide an objective and disciplined approach to proxy voting that is reasonably designed to serve clients' best interests.

This potential conflict is mitigated by the fact that clients may, at any time, instruct Intech to apply alternative ISS voting recommendations or retain or reclaim direct control over their proxy voting authority. Intech will promptly implement any such instruction in accordance with client direction.

Intech is not authorized to override any ISS voting recommendation except upon the receipt of express written authorization from Intech's Proxy and Engagement Review Group. Intech will maintain records of all overrides, including all required authorizations.
Any attempts to influence the proxy voting process must be reported immediately to Intech's Chief Compliance Officer.

At least annually, Intech reviews ISS' Policies, Procedures, and Practices Regarding Potential Conflicts of Interest ("ISS' Conflict

Policy"), which addresses conflicts of interest that could arise in connection with advisory services provided by ISS or its affiliates, to assess whether ISS' Conflict Policy is reasonably designed to minimize such potential conflicts of interest.

In light of such procedures and controls, potential or actual conflicts in the proxy voting process are rare. In the unusual circumstance that a particular proxy vote may present a potential or actual conflict, the matter will be referred to Intech's Proxy and Engagement Review Group. To the extent that a conflict of interest is identified, Intech will vote the proxy according to the ISS recommendation unless otherwise determined by the Proxy and Engagement Review Group.

Reporting and Record Retention

On a quarterly basis, Intech provides its clients with the proxy voting record for that client's account. Intech retains proxy statements received regarding client securities, records of votes cast on behalf of clients and records of client requests for proxy voting information. In addition, Intech retains copies of its Proxy Voting Procedures and the relevant ISS Proxy Voting Guidelines. Proxy statements received from issuers are either available on the SEC's EDGAR database or are kept by ISS and are available on request. All proxy voting materials and supporting documentation are retained in accordance with regulatory recordkeeping requirements.

Monitoring of Proxy Voting Service Provider

Intech relies on ISS to provide proxy voting recommendations and to vote proxies in accordance with the proxy voting guidelines selected or accepted by clients. Intech conducts periodic reviews of proxy voting records on a sample basis to confirm that votes are cast in accordance with the applicable ISS proxy voting guidelines and client instructions. Monitoring activities may include, as deemed appropriate:

- Sampling of votes cast by ISS to confirm that the ISS Guidelines selected by the client are being followed;
- Conducting periodic due diligence reviews to determine if ISS continues to have capacity and competency to carry out its proxy obligations;
- Reviewing ISS' policies and procedures, with a particular focus on those relating to identifying and addressing conflicts of interest and ensuring that current and accurate information is used in creating recommendations;
- Inquiring as to ISS' compliance with relevant regulatory regimes, including the SEC and the European Union; and
- Reviewing material changes to ISS' policies and procedures, particularly with respect to conflicts, ownership changes, or material business practices (e.g., entering or exiting new lines of business).

Review of Policy

Intech periodically reviews this policy and the proxy voting services provided by ISS, including its voting recommendations, to evaluate whether the continued use of such services is in the best interests of clients.