

Pillar 3 Disclosure

AXA Investment Managers GS Ltd
31 December 2020

CONTENTS

Contents	2
1. Glossary	4
1.1. Definition of terms.....	4
2. Introduction	5
2.1. Overview and scope of this document	5
2.2. Basis of preparation, frequency and means of disclosure.....	5
2.3. Non-material, proprietary or confidential information.....	6
3. Risk management objectives and policies	7
3.1. Introduction.....	7
3.2. Enterprise Risk Framework	8
3.3. Corporate Governance Structure	9
3.4. Adequacy of risk management arrangements.....	12
3.5. Risk profile and appetite.....	12
3.5.1. Risk profile	12
3.5.2. Risk appetite.....	13
3.5.3. Policies for Hedging and Mitigating Risks	14
3.6. Key risks	15
3.6.1. Individual Risk appetite statements for Non-Operational Risks	17
3.6.2. Operational risks	18
3.6.3. Conduct risk.....	21
4. Own Funds	23
4.1. Capital resources.....	23
4.2. Prudential Filters and Deductions	23
4.3. Capital Instruments Main Features Template	23
4.4. Capital ratios	23
4.5. Encumbered assets.....	23
5. Capital requirements	24
5.1. Pillar 1 capital requirement	24
5.2. Pillar 1 credit risk capital requirement	24
5.3. Pillar 1 market risk capital requirement.....	26
5.4. Pillar 1 fixed overhead requirement (“FOR”).....	26
5.5. Use of the Advanced Measurement Approaches to operational risk	26
5.6. Use of Internal Market Risk Models	26
5.7. Pillar 1 total risk exposure amount (“TREA”).....	26
5.8. Pillar 2 ICAAP	27

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

5.9.	Exposures in equities not included in the trading book	27
5.10.	Exposure to interest rate risk on positions not included in the trading book	27
5.11.	Exposure to securitisation positions	27
5.12.	Leverage ratio	27
6.	Remuneration Policy	28
6.1.	Governance	28
6.2.	Remuneration Strategy	28
6.3.	Remuneration Structure and the Link Between Pay and Performance	28
6.4.	AXA IM Variable Pay Pools and Awards	29
6.5.	AXA IM Variable Pay Structure	29
6.6.	Risk Adjustment	29
6.7.	Vesting Conditions	29
6.8.	Control Functions	30
6.9.	Decision making process	30
6.10.	Identified Employees	30
6.11.	Integration of sustainability risks	31
6.12.	Quantitative remuneration disclosures	32
Appendix A – Biographies of the Firm’s Directors		33
Appendix B – Own funds disclosure template		35
Appendix C – Capital instruments main features template		37

1. GLOSSARY

1.1. Definition of terms

Abbreviation	Definition
AUD	Assets Under Distribution
AXA IM or AXA IM Group	AXA Investment Managers SA & its subsidiaries
AXA IM GS or the Firm	AXA Investment Managers GS Limited
AXA LTI	AXA Long Term Incentive
CCR	Capital Charge Requirement – being higher of Pillar 1, Pillar 2 and wind down quantification
CET1	Common Equity Tier 1 capital
CF10a	Client Asset Oversight Function
CRD	Capital Requirements Directive
CRD IV	Capital Requirements Directive (Directive 2013/36/EU) (“CRD”) and the Capital Requirements Regulation (Regulation (EU) No 575/2013) (“CRR”)
CRO	Chief Risk Officer
CRR	Capital Requirements Regulation
this Document	Pillar 3 Disclosure in respect of the AXA IM GS or the Firm
DIP	Deferred Incentive Plan
EBA	European Banking Authority
FCA	Financial Conduct Authority
FOR	Fixed Overhead Requirement
GATE	GIE AXA Trésorerie Europe
GNBC	Global New Business Committee
GRC	Global Risk Committee
GRCF	Global Risk Control Framework
GRM	Global Risk Management Function
HR	Human Resources
ICAAP	Internal Capital Adequacy Assessment Process
Identified Employee	Staff who have a material impact on AXA IM’s and the Firm’s risk profile or the risk profiles of the portfolios they manage
IFPRU	Prudential Sourcebook for Investment Firms
IRB	Internal Ratings Based approach
KRIs	Key Risk Indicators
LTIP	Long Term Incentive Plan
ORCC	Operational Risk Capital Charge
PRR	Position Risk Requirement
RAS	Risk Appetite Statement
Risk Management Framework	Risk Management Framework of the Firm
RWA	Risk Weighted Assets
TREA	Total Risk Exposure Amount
TVP	Total Variable Pay
UK Board	The Board of Directors of the Firm

2. INTRODUCTION

2.1. Overview and scope of this document

The document contains the Pillar 3 Disclosure in respect of AXA Investment Managers GS Ltd (“AXA IM GS” or “the Firm”) (“this Document”). All defined terms are contained in the [Glossary](#) to this Document.

The Firm is wholly owned by AXA Investment Managers SA (“AXA IM”) and had a Spanish branch that was sold at the end of 2020 to another AXA IM Group entity.

The Firm is a CRD IV Investment Firms Prudential sourcebook (“IFPRU”) Limited Licence €50K firm.

The CRD IV framework is split between the Capital Requirements Directive (Directive 2013/36/EU) (“CRD”) and the Capital Requirements Regulation (Regulation (EU) No 575/2013) (“CRR”) (collectively, “CRD IV”). The Firm applies CRR, supplemented by European Banking Authority (“EBA”) technical standards and the Financial Conduct Authority’s (“FCA”) Handbook the IFPRU sourcebook.

The CRD IV framework consists of three pillars. Pillar 1 relates to “Minimum Capital Requirement”; Pillar 2 relates to “Supervisory Review and Evaluation Process” and Pillar 3 promotes “Market Discipline” via prescribed regulatory “Public Disclosures”.

The objective of Pillar 3 is to encourage market discipline by allowing market participants to access key pieces of information regarding the capital adequacy of institutions through a prescribed set of disclosure requirements, as dictated by Articles 431 – 455 of CRR.

2.2. Basis of preparation, frequency and means of disclosure

The information contained in this Document has been prepared in accordance with Articles 431 – 455 of CRR on a solo basis. This Document does not constitute any form of financial statement of the Firm and is not required to be audited by the Firm’s external auditors.

In accordance with Article 437(1)(a) a reconciliation of regulatory own funds of the Firm to the balance sheet in the audited financial statements of the Firm as at 31 December 2020 is provided in section 4 of this Document.

This Document does not constitute any form of forward looking statement or opinion on the Firm and should not be relied upon in making any judgement about the financial position of the Firm.

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

Pillar 3 Disclosure is made by the Firm at least annually and this Document is published on the Firm's corporate website:

<https://www.axa-im.co.uk/important-information/capital-requirements-directive>

2.3. Non-material, proprietary or confidential information

The Firm does not apply any exemption on the basis of materiality, proprietary or confidential information in making its Pillar 3 Disclosure.

3. RISK MANAGEMENT OBJECTIVES AND POLICIES

3.1. Introduction

The Firm must take well informed risk decisions when formulating and executing its strategy to achieve its financial and operational objectives. Risk decisions must also take into account other key stakeholders such as clients, staff and relevant regulatory bodies.

The Firm's Board is ultimately responsible for managing effectively its risks with the following two primary objectives:

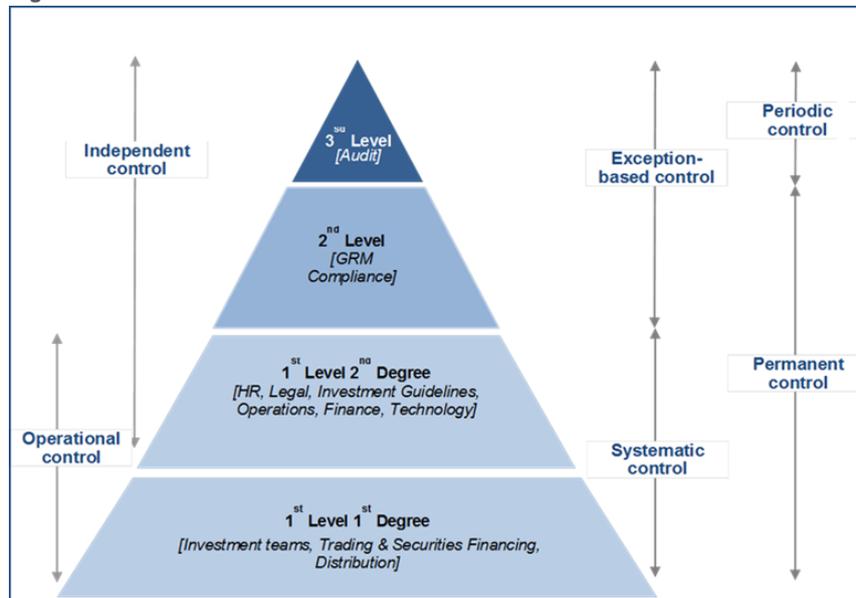
- Protect the Firm and clients from unforeseen losses by identifying and evaluating risks and focusing efforts in areas of greatest exposure.
- Optimise shareholder value within the set strategic risk tolerances.

The Board is able to discharge its responsibilities with the help of the Firm's governance structure and the operation of the Firm's control framework, as described below.

Risk is inherent in all of the Firm's business activities and managing the Firm's risks appropriately is the responsibility of all of the Firm's staff. The Firm's risk framework enables its risk to be adequately identified, assessed, managed, where possible mitigated, and ultimately protect the assets of both the Firm and that of its clients.

The overall risk control function is articulated around three levels of control that can be described by the following structure:

Figure 1: the Firm's three lines of defence



The Risk & Controls department centralises important functions of AXA IM control framework, i.e.:

- Risk Management: Second level of control
- Compliance: Second level of control

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

- Investment Guidelines: First level second degree level of control.

The Operations, Human Resources, Finance, Legal and Technology departments also act as a first level second degree level of control.

Finally, the Internal Audit department acts as an independent and periodical 3rd level of control.

The Firm's risk management processes are required to be fully incorporated into its strategic, capital, financial and liquidity planning, as well as its day-to-day business and operational activities, thereby facilitating the identification and related management of its risks. In summary, the Firm's risk framework captures the following processes:

- All staff are responsible for proactively managing risk and related mandatory objectives form part of the Firm's annual performance appraisal process;
- Periodic review cycle of the Firm's risk policies and procedures;
- Risk considerations are incorporated into the Firm's business and operational activities, including its decision-making processes;
- Periodic review cycle of the Firm's risk appetite, including threshold limits for monitoring and reporting purposes;
- The Firm's three lines of defence facilitate the identification and management of the Firm's risks and moreover, when any related controls, such as limits, have been breached in respect of these risks;
- The Firm operates management, reporting and escalation, review and impact assessment processes regarding any incidents, near misses, and key risks.

Capital planning, including reverse stress tests and assessment of orderly wind down costs, and liquidity stress tests are formally captured at least annually by the Firm's Internal Capital Adequacy Assessment Process ("ICAAP"), with further reviews undertaken by the Firm depending on the extent of changes to its business and operating environment.

3.2. Enterprise Risk Framework

The key steps in the Firm's Enterprise Risk Management Framework are as follows:

- Risk Identification
- Formulation of Risk Appetite
- Risk Rating Assessment
- Comparison of Risks to Appetite
- Risk Mitigation Plans/ Actions
- Risk quantification
- Monitor and Review
- Reporting

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

In practice the process is continual, interlocking and circular (for example the 'monitor and review' stage may identify new risks that need to be assessed, existing risks that need to be rerated and/or requantified or identify changes to the Firm's Risk Appetite).

The Firm's Board oversees and regularly assesses each stage of this process, which is integral to the maintenance of the ICAAP.

Scenario analysis and stress testing are performed to assess the Firm's exposure to severe but plausible events and to ensure that appropriate mitigating factors are in place. Any residual risk is then mitigated by setting aside capital to meet the potential worst case scenario.

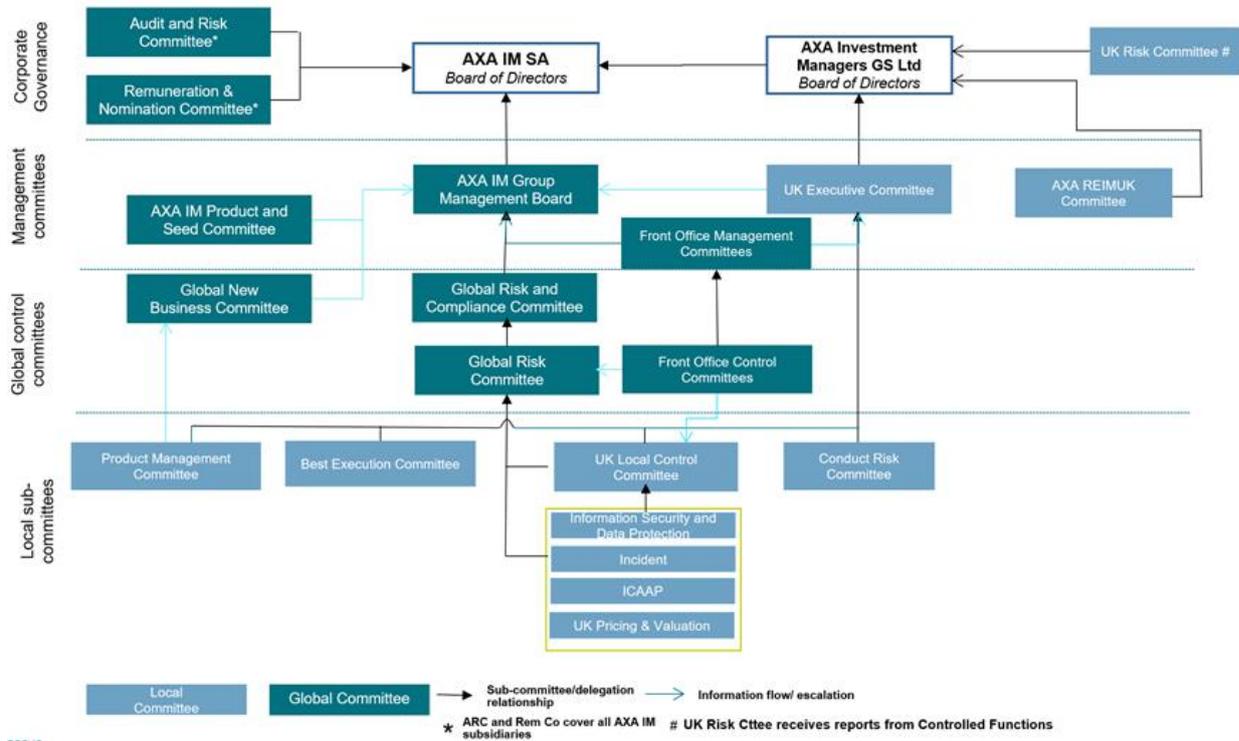
The Firm's UK Board formally reviews the Firm's ICAAP at least annually, with more frequent reviews performed if circumstances require. The ICAAP is used to support the Firm's key decision making throughout its business

3.3. Corporate Governance Structure

The Firm's corporate governance structure, which encapsulates its Risk Management Framework, is illustrated in Figure 2.

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

Figure 2: the Firm's corporate governance structure, including its Risk Management Function



The governing body of the Firm is the UK Board, which recognises that risks will be present throughout the activities that the Firm undertakes. The UK Board is responsible for providing governance oversight in respect of the Firm's Risk Management Framework so that risks are adequately identified, assessed, managed where possible or mitigated and protecting the assets of both the Firm and that of its clients'. The UK Board executes these responsibilities through the following relevant UK and global committees, as illustrated in Figure 2:

UK committees:

- UK Risk Committee (UK Board committee);
- Fund Management Committee (UK Board committee);
- UK Executive Committee (sub-committee of the UK Board);
- UK Conduct Risk Committee (sub-committee of the UK Executive Committee);
- UK Best Execution Committee (sub-committee of the UK Executive Committee);
- UK Product Management Committee (sub-committee of the UK Executive Committee) and
- UK Local Control Committee (sub-committee of the UK Executive Committee).

Global committees:

- Group Management Board;

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

- Audit and Risk Committee;
- Global Risk & Compliance Committee;
- Global New Business Committee;
- Remuneration & Nomination Committee;
- Global Risk Management Board;
- Front Office Control Committees;
- Expertises' Management Committees;
- Product and Seed Committee; and
- Executive Crisis Committee.

The UK Board meets on at least a quarterly basis and comprises two non-executive directors and several executive directors.

Each of the Firm's UK Committees has terms of reference detailing its responsibilities, membership and reporting and escalation requirements, and these are reviewed at least annually.

The UK Risk Committee provides oversight, challenge and advice to the UK Board in fulfilling its responsibility regarding the Firm's risk management and related governance. The scope of the UK Risk Committee extends to all activities of the Firm. The membership of the UK Risk Committee is approved by the UK Board and comprises the UK Board's non-executive directors. The UK Risk Committee meets at least quarterly and during 2020 it met five times.

The responsibilities of the UK Risk Committee comprise:

- providing advice to the UK Board on the Firm's risk profile, risk appetite and risk tolerance to enable their alignment with the Firm's strategy, taking into account significant risk exposures or risk types, and the Firm's capacity to manage and control risks within the defined strategy, and assisting the UK Board with overseeing the implementation of the Firm's strategy;
- Advising the UK Board on the amount of surplus regulatory capital that needs to be held to be commensurate with the Firm's risk appetite and regulatory obligations;
- Providing the oversight, advice and challenge necessary to ensure the effectiveness of the Firm's risk management and oversight arrangements and consider the extent to which they are in line with required standards;
- Providing the advice, oversight and challenge necessary to embed and maintain a supportive risk culture throughout the Firm.

The UK Chief Risk Officer ("UK CRO") has the right and responsibility to elevate issues to the Committee Chairman outside of the regular Committee meetings where he/she considers it necessary in the furtherance of his/her responsibilities. At least once a year the committee

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

meets, without management, with the UK CRO to discuss matters relating to the Committee's role and responsibilities.

At least once a year the UK Risk Committee meets purely with the UK CRO to discuss relevant risk matters, including but not limited to, the UK Risk Committee's role and responsibilities.

Of the above mentioned UK Board pack, relevant reports are submitted in advance to the UK Risk Committee for their consideration in forming part of the UK Risk Committee's responsibilities.

All appointments for directors (whether executive or non-executive) are governed by the Directors & Officers Nomination Policy of AXA IM. The selection of directors is based in particular on their integrity, experience, skills, diversity and professional competence in comparison with the role description and capabilities required for a particular appointment, taking care that candidates have sufficient time available to perform the role. The Firm's belief is that each member of the UK Board must have the skills, experience and knowledge that will enable them to contribute effectively both as an individual and collectively as a UK Board. The Firm takes care to avoid any practices, procedures, attitudes or behaviours that allow any form of discrimination.

Specific attention is also paid to any potential or actual conflicts of interest and the number of directorships already held by the proposed candidate within or outside of the AXA IM Group. Once a candidate is identified, the nomination is presented to AXA IM's Remuneration Committee for its review and validation, which is subsequently followed by that of the UK Board.

All appointments to the UK Board are made in compliance with the Firm's Vetting policy, including successful completion of referencing and background checks and pre-approval in line with the FCA's requirements under the Approved Persons Regime.

[Appendix A](#) provides individual director biographies detailing their respective knowledge, skills and experience, as well as the number of directorships held by each individual director.

3.4. Adequacy of risk management arrangements

The UK Board, supported by the UK Risk Committee, confirm that the risk management processes of the Firm, as outlined in this Document, is adequate to provide appropriate management of the Firm's key risks in the context of its profile and strategy.

3.5. Risk profile and appetite

3.5.1. Risk profile

The Firm's business activities include:

AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020

- Trading: equity and fixed income dealing activities, listed and non listed derivatives. The trading services are mainly offered to AXA Investment Managers UK Limited at cost, with a proportion of trading revenues derived from other overseas AXA related companies at a margin.
- Securities Finance: Securities lending and repo activity on managed portfolios.
- Spanish Sales Office: MIFID passport to market funds to Spanish and Portuguese intermediaries on behalf of AXA IM. This business was sold to another group entity at the end of 2020.

The Firm is exposed to various risks, some of which derive directly from the Firm's business strategy and structure while others are pertinent to its business activities of investment management, and are therefore industry wide.

The Firm's assessment of its risk profile, and therefore related capital charge requirement ("CCR"), determines that the most significant risk exposures are:

- Credit risk and
- Operational risk comprising:
 - Regulatory Reporting Disclosure;
 - Cyber Attack - Global infection by a malware; and
 - Misselling.

The Firm funds its balance sheet primarily through capital and retained profits.

The Firm maintains excess liquidity in order to meet day-to-day funding requirements, withstand a range of liquidity shocks and stressed events and adhere to regulatory requirements.

3.5.2. Risk appetite

The setting of risk appetite is a process to decide the level of risk, and which kinds of risk, that the Firm is willing to accept to achieve its strategic objectives. The Firm's Board is responsible for setting its Risk Appetite.

The Firm's risk appetite collectively articulates the material risks the Firm is willing to accept in executing its business strategy. Providing a client centric offering is at the core of the Firm's strategy and therefore its approach to culture, conduct and treating customers fairly is inherent within the Firm's Risk Appetite Statement (RAS).

The UK Board note that the Firm's approach to determining its risk appetite will be influenced by market and economic factors, and therefore reviews these elements on a periodic basis, taking into account the market volatility of the investment segments managed and distributed in the UK and in the context of the strategic development of the business and its projected profits and regulatory capital.

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

It should be noted in relation to Operational Risk Appetite that whilst the Firm may be willing in pursuit of its goals to accept significant operational risks, in practice it seeks to put action plans in place for much lower thresholds of loss. This is controlled via the Firm's incident management process.

The Firm is profitable and has a sound capital base, including a strong cash position and the proactive support of its parent, AXA IM.

The overall risk appetite of the Firm comprises the following:

- *Earnings*
Withstand losses (after management action without changing the existing scope of business) for a maximum period of three consecutive years with a short term prospect of recovery afterwards, without breaching regulatory capital requirement thresholds of the Firm.
- *Capital*
Hold capital to be able to satisfy regulatory capital requirements, under severe but plausible stress scenarios, and maintain a surplus to requirements.
- *Liquidity*
To avail with less than one week's notice, liquid resources adequate to meet the Firm's Fixed Overhead Requirement ("FOR"), even under severe but plausible stressed scenarios.
- *Conduct*
The Firms have zero tolerance for unlawful or unethical conduct or any behaviour that results in poor outcomes for its clients, undermining the integrity of the financial markets and reputational damage for AXA IM. In quantitative terms, the Firms' has zero appetite for Conduct Risk.

Should the risk appetite be breached, management action would be taken to either raise more capital or reduce the risk profile of the Firm, which in an extreme scenario may lead to wind-down.

Additionally, the UK Board sets limits on standalone operational risks.

3.5.3. Policies for Hedging and Mitigating Risks

The policies for hedging and mitigating risk are tailored to the Firm's risk appetite (either on the overall appetite or on the appetite for individual risks (as referred to in the sections and sub-sections of 3.6 below). Should the risk appetite be breached, management action would be

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

taken to either raise more capital or reduce the risk profile of the Firm, which in an extreme scenario may lead to wind-down. The Firm's exposures compared to risk appetite are measured via Key Risk Indicators (KRIs).

3.6. Key risks

The following table indicates the category of risks to which AXA IM UK is exposed using the typology set out in the FCA rules along with the Firm's initial identification process for each category of risk. Some risks are not applicable to the Firm's business model, and these are noted in the table. It should be noted that these are initial identification procedures and the aforementioned Monitor and Review stage facilitates a continual assessment of these risk exposures.

Type of Risk	Description	Initial Identification Procedure
Credit & counterparty risk	The risk of loss arising from the default of a counterparty	Exposures from balance sheet identified for Pillar 1 made by Finance and further analysis on these exposures made by Risk on any additional risks that may be entailed
Market Risk	The risk of loss arising from fluctuations in the value of assets	Exposures from foreign exchange balances identified for Pillar 1 calculations made by Finance and further analysis on these exposures made by Risk on any additional risks that may be entailed. With regards to the investments held by the Firm on its balance sheet, these are considered under credit risk as described above as opposed to market risk as the movements in market values are deemed to be immaterial due to the size of the investments.
Operational Risk	The risk of loss arising from operational failures or inadequacies	Identified via dedicated workshops attended by representatives of Operational Risk and senior management from the investment platforms, trading teams, Client Group, support functions and the controls functions.
Liquidity Risk	The risk that assets are insufficiently liquid to meet liabilities as they fall due in the books of the investment manager	Identified as set out in the liquidity risk management plan
Insurance Risk	The risk associated with the uncertainties of insurance liabilities	N/a- the Firm has no insurance liabilities
Concentration Risk	The risk arising from concentrations, including those in assets, liabilities or shareholders	Concentration risk is identified in a number of ways: (1) Incorporated within analysis of credit & counterparty risk (e.g. large debtors) (2) Via dedicated workshops attended by representatives of Finance, Risk and senior management from the investment platforms, trading teams and Client Group to identify other concentration risks (such as key clients,

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

Type of Risk	Description	Initial Identification Procedure
		concentration to key fund managers), which are then considered for inclusion within the stress testing process.
Residual Risk	The risk that credit risk mitigation is less effective than expected	The Firm conducts securities lending on behalf of one of AXA IM's UCITS fund ranges, whereby the Firm indemnifies the range from losses caused by the bankruptcy of a counterparty (the 'indemnified perimeter'). The credit risk is mitigated by the use of collateral. There are very tight controls/monitoring of counterparty credit quality, limits set on the use of counterparties, the quality of collateral and the monitoring of exposures. The Firm assesses additional Pillar 2 credit risk requirements to cater for peaks in the exposures that the business may experience over and above those already calculated under Pillar 1.
Securitisation Risk	The risk that capital resources held against a securitised transaction are insufficient	N/a- the Firm does not conduct securitised transactions on own book
Business Risk	The risk arising from a change in business, both as a result of internal decisions and external factors and events including risk arising from a firm's remuneration policy	Identified via dedicated workshops attended by representatives of Finance, Risk and senior management from the investment platforms, trading teams and Client Group.
Interest Rate Risk	The risk arising from the movement in interest rates, including any impact on the capital resources of the firm;	Identified and stressed if deemed of significant nature
Pension Obligation Risk	The risk from contractual liabilities arising from a defined benefit pension scheme and any liabilities arising from moral obligation	Assessment of actual and potential pension liabilities made by the relevant teams.
Group Risk	The risk that the financial position of a firm may be adversely affected by its relationships (financial or non-financial) with other entities in the same group or by risks which may affect the financial position of the whole group, for example reputational	Not identified as a standalone risk but incorporated into analysis of other risks (e.g. credit & counterparty risk for intra group balance sheet items, certain operational risks where reliance is placed on services provided by the Group and also on wind down analysis and reverse stress testing where reputational contagion is factored in).

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

Type of Risk	Description	Initial Identification Procedure
	contagion.	
Conduct Risk	The risk arising from the Firm's behaviour that results in poor outcomes for its clients, undermining the integrity of the financial markets and reputational damage for AXA IM.	The Firm's Conduct Risks are identified via the execution of a Conduct Risk Assessment ("CRA"), which addresses the Firm's key drivers of Conduct Risk and is incorporated within the Firm's Risk Management Framework. The CRA is undertaken applying the Firm's risk assessment methodology.

3.6.1. Individual Risk appetite statements for Non-Operational Risks

The Firm has three levels of risk appetite for business risk: High, Medium and Low, which are defined below.

High: this level is applied to risks which are inherent to the Firm's activities and where there is an affirmative decision to remain exposed. From a quantitative perspective in severe but plausible circumstances the Firm may expect these risks, or a combination of these risks to use up the bulk of the Firm's overall Risk Appetite (possibility that the Firm could experience a loss in any given year or combination of years).

Medium: this level is applied to risks which are inherent to the Firm's activities, where risk reducing strategies have been identified and implemented, but where a significant degree of residual risk is accepted. From a quantitative perspective even in severe yet plausible circumstances the Firm should be profitable in any given year but that the effect would be significant.

Low: this level is applied to risks to which the Firm is exposed and that it would like to eliminate - to the extent possible - and for which risk reducing strategies have already been identified and implemented. From a quantitative perspective even in severe but plausible circumstances it would either not be expected that any event would be triggered (risk considered as remote) or that any losses would be comfortably absorbed within current year profits.

The Firm's key non-operational risks have been identified as follows:

- *Credit Risk: Counterparty and liquidity risk on own financial resources*
Policy is that wherever possible, cash balances and debtors should be subject to low credit risk. In relation to indemnified securities lending activity, the choice of counterparties, collateral policy and monitoring infrastructure should be designed to make the risk of loss remote
- *FX risk on foreign currency cash and debtors balances (NOTE- the Firm does not take other forms of market risk on its asset base since it has no investments of its*

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

own) nor trades on its own account

Risk appetite is to maintain surplus foreign currency cash balances below agreed thresholds.

- *Client concentration*
The Firm is prepared to take significant concentration risk on its client base given that much of its revenue is based on services performed for other AXA entities
- *Price compression risk*
The business plan of the Firm already includes conservative pricing compression assumptions in the industry
- *Innovation & underperformance risk*
This covers the risk of not being innovative or products failing to perform to client needs. Innovation is seen as a key element of AXA IM's success and entrepreneurship is one of the core values of AXA IM.
- *Market downturn risk*
The Firm is prepared to take significant exposure to loss of revenue caused by a market downturn
- *FX risk on foreign currency revenues/ expenses*
Risk appetite for impacts arising from adverse movements in foreign exchange rates on its revenues and expenses is not hedged.
- *Inflation / Deflation risk*
The Firm's business is prepared to be exposed to the impacts of severe inflation and severe deflation as part of its business model.
- *Interest rate risk on balance sheet investments*
The Firm does not include significant interest income within its business model and excludes the take on of liabilities subject to variable interest rates
- *Risk of obligation to provide extra funding to meet pension fund liabilities*
The Firm no longer has any active members in the defined benefit scheme and has no plans to accept further pension liabilities as part of its business model.

At 31 December 2020, the Firm was in compliance with its regulatory requirements.

3.6.2. Operational risks

The UK Board has validated the Firm's appetite for a single operational risk loss at two levels, Alert and Limit. All operational risk quantifications are reviewed against these levels and any

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

quantification or actual loss above the Alert level are escalated in accordance with the Firm's internal escalation process for appropriate action to be taken.

The Firm's Incident Escalation policy determines the necessary actions in response to an incident, varying by grade of significance, including thresholds which require the convening of an Incident Committee where the incident is reviewed and recommendations are issued for the rectification of the incident, and mitigations proposed to manage the risk of future reoccurrence of the incident.

The UK Board sets maximum risk appetite limits for standalone risks.

The following provides a high level summary of the Firm's operational risk quantification methodology:

- *Identification and measurement*
Bottom up and top down risk assessment processes are undertaken to identify the main operational risks (both existing and emerging) of the Firm, which in turn are used to develop operational risk scenarios that are periodically challenged to confirm their appropriateness. The Firm utilises internal and external data, depending on each scenario, to assess the frequency rate and impact severity of each scenario via a series of workshops involving representatives from the relevant business areas and operational risk. These scenarios are subsequently challenged through relevant governance committees of the Firm. The resulting assessments of frequency and impact severity are applied using a statistical model to quantify the related capital requirement for each scenario.
- *Aggregation and correlation*
Not all risks are expected to occur simultaneously; a correlation matrix is applied to the aggregation of the operational risks. The resulting aggregation equates to the Firm's Operational Risk Capital Charge ("ORCC"), which is incorporated into the Firm's ICAAP via Pillar 2.

Through established governance forums consisting of appropriate representatives from the business, operational risk and members of senior management, the Firm's operational risk scenarios and related capital quantification are ultimately challenged and validated.

The Firm's key operational risks have been identified as follows:

- *Process and execution risk*

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

Process and execution risk is the potential loss resulting from:

- Inadequate or failed internal or external processes (e.g. execution processes or reconciliation processes); and
- Inadvertent or deliberate staff process execution (errors, fraud).

- *System risk*

System risk is the potential loss resulting from software or hardware failures affecting information systems. System risk covers:

- Project management risk;
- System development risk;
- System test risk; and
- System operations and incident management risk.

- *External event risk*

External event risk is the potential loss resulting from external events (e.g. terrorist attacks, wars, natural disasters) including:

- Loss of (access to) information;
- Loss of (access to) building; and
- Vendor / Partner disruption.

- *Human Resources (“HR”) risk*

HR risk is the potential loss resulting from:

- Lack of recruiting capacities;
- Deficiencies in people’s abilities and skills; and
- Inability to retain key people within the organisation.

- *Modelling risk*

Modelling risk is the potential loss resulting from inadequate, inaccurate or failed model methodology or valuation calculation errors. Modelling risk covers:

- Pricing of contracts with internal model: the model may contain mathematical error, or a wrong implementation or usage of a model may occur; and
- Accuracy of market data or unobservable parameters which feed the internal model.

- *Investment guidelines risk*

Investment guidelines risk is the potential loss resulting from client compensation due to fund manager or model breach of:

- Regulatory guidelines (imposed by local regulators); and

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

- Client guidelines (approved by clients).

- *Valuation risk*
Valuation risk is the potential loss resulting from failures in the valuation process resulting from:
 - Human errors;
 - Process failure; and
 - System error or failure.

- *Mis-selling risk*
The potential loss resulting from client compensation due to: mismatch between sales/marketing action and actual product characteristics; inadequate client type compared to the product characteristics or complexity; and not managing a product in accordance with proposition sold to client.

- *Regulatory (Compliance) risk*
Failure to comply with regulatory requirements on asset management activities.

- *Legal risk*
Potential loss resulting from breach of laws (including licence), contracts, product documentation or internal legal standards and policies.

3.6.3. Conduct risk

The Firm strives for the shared goals and behaviours of collaboration, openness, respect, accountability and trust, with customer-centricity at the heart of what it does. Based on this philosophy, the Firm's UK Compliance Code of Conduct is its guide to putting this philosophy into practice as part of the Firm's everyday working life.

Conduct risk is specifically defined by the Firm as the risks arising from its behaviour that will result in:

- poor outcomes for its clients;
- reputational damage for the Firm and
- undermining the integrity of the financial markets (collectively defined as "Conduct Risk").

The Firm has zero tolerance for unlawful or unethical conduct or any behaviour that compromises its values, thereby breaching its UK Compliance Code of Conduct, and which will result in disciplinary action.

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

The Firm's Conduct Risks are identified via the execution of a Conduct Risk Assessment ("CRA"), which addresses the Firm's key drivers of Conduct Risk and is incorporated within the Firm's Risk Management Framework. The CRA is undertaken applying the Firm's risk assessment methodology.

Conduct Risk may arise inadvertently or deliberately in any of the Firms' activities or businesses; wholesale and institutional. Through the CRA the Firm takes all appropriate steps to identify, prevent or manage its Conduct Risks in the best interests of its clients, applying a control environment that incorporates appropriate systems and controls, reporting and governance processes.

4. OWN FUNDS

4.1. Capital resources

Own funds (also referred to as capital resources) is the type and level of regulatory capital that must be held to absorb losses. The Firm is required to hold capital resources in sufficient quantity and quality in accordance with CRD IV, which sets out the characteristics and conditions of own funds.

The Firm's capital resources as at 31 December 2020 are analysed in Table 1, comprising only CET1.

Table 1: the Firm's capital resources as at 31 December 2020 and related reconciliation to the Firm's audited financial statements

Balance sheet description	Per audited financial statements (£m)	Own funds (£m)	Variance (£m)	Explanation for variance	Appendix B reference
Share capital	0.8	0.8	-	-	a
Retained earnings	7.9	6.7	1.2	Dividend declared and investment in subsidiary excluded from own funds	b
Total	8.7	7.5	1.2	-	c

4.2. Prudential Filters and Deductions

No prudential filters, including those in respect of unrealised gains or losses on fair value assets, have been applied to capital resources in arriving at common reporting ("COREP") Own Funds.

4.3. Capital Instruments Main Features Template

The Capital Instruments' Main Features Template required by Article 437(1)(b) of the CRR is disclosed in Appendix C.

4.4. Capital ratios

As the Firm only has CET1 capital, as at 31 December 2020 the CET1, the Tier 1 and the Total Capital Ratios are all 31.0%.

4.5. Encumbered assets

The Firm does not have any encumbered assets. The carrying value of the unencumbered assets at 31 December 2020 amounted to £12.2m (as per the audited financial statements of the Firm).

5. CAPITAL REQUIREMENTS

5.1. Pillar 1 capital requirement

The Firm is an IFPRU €50k Limited Licence firm. The Pillar 1 capital requirement for the Firm is set out in Article 95(2) of the CRR and is the higher of:

- its Base Capital Requirement (“BCR”) of €50,000;
- the sum of its Market Risk and Credit Risk Requirements; and
- its Fixed Overhead Requirement (“FOR”).

Table 2: Pillar 1 capital requirement as at 31 December 2020

All £'m	Capital Requirement	Comments
Pillar 1		
Credit risk + Market risk (1)	1.3	See sections 5.2 and 5.3 below
Fixed Overhead Requirement (“FOR”) (2)	1.9	25% of the ongoing annual fixed overheads of the Firm
Base capital resource requirement of €50,000 (3)	0.1	
Total Pillar 1	1.9	The higher of (1), (2) and (3)

5.2. Pillar 1 credit risk capital requirement

The Firm has applied the standardised approach for credit risk for calculating the minimum credit risk requirement under Pillar 1 of CRD IV.

The Firm has credit risk exposure as a result of non-trading book exposures. The Firm has no trading book and therefore no counterparty risk exposure.

Credit risk is the exposure to loss arising from counterparties’ (trading and non-trading) failure to meet their contractual obligations, either as a result of business failure or intentional withholding of amounts due. An exposure is classified as past due if a counterparty has not made payment by the contractual due date, while it is impaired when the carrying value exceeds the amount expected to be recovered through use or sale. The Firm assesses its financial assets for indications of impairment on an on-going basis. To be conservative, the Firm considers its exposures to be from unrated institutions and corporates.

The Firm is required to hold own funds in excess of 8% of their total credit risk exposure amount (referred to as Risk Weighted Asset, “RWA”). Table 3 analyses the Firm’s RWA and credit risk requirement by exposure class.

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

Table 3: Credit risk requirement by exposure class as at 31 December 2020

All £'m	Credit risk exposure	Credit risk exposure RWA	Credit risk requirement 8%
Corporates	4.4	4.4	0.4
Institutions	7.6	2.0	0.2
Equity investment	0.1	-	-
Items associated with particularly high risk	0.1	0.1	0.0
Total	12.2	6.5	0.6

Table 4: Credit risk exposure (RWA) by geographical distribution

All £'m	UK £m	Continental Europe £m	Other £m	Total £m
Corporates	0.2	4.2	-	4.4
Institutions	5.8	1.8	0.0	7.6
Equity Investment	-	0.1	-	0.1
Items associated with particularly high risk	-	0.1	-	0.1
Total	6.0	6.2	0.0	12.2

As at 31 December 2020, the Firm's credit risk exposures were due on demand or within 30 days.

The Firm makes provisions against specific bad and doubtful debts. As at 31 December 2020, there was a £nil bad debt provision, and there were no impairments made during the year.

Table 5: Debts due from clients that are past due but not impaired as at 31 December 2020

	UK £m	Continental Europe £m	Other £m	Total £m
	Less than 3 months past due			
Corporates	-	-	-	-
Institutions	-	-	-	-
Total	-	-	-	-

Included within the credit risk requirement is £0.1m arising from a counterparty guarantee provided to an affiliated company within AXA IM for securities financing activities. All securities

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

lending activity is governed by collateral and margin policies agreed with the AXA IM Global Risk Committee.

5.3. Pillar 1 market risk capital requirement

Market risk is the risk that market movements, including foreign exchange rates, interest rates and equity prices have an adverse impact on the Firm's capital, revenues and profitability. The Firm's primary exposure to market risk under Pillar 1 arises from foreign currency positions that are unhedged.

Pillar 1 market risk for the Firm is in respect of foreign exchange Position Risk Requirement ("PRR"). The Firm is exposed to foreign exchange risk as a result of transactional foreign exchange exposures arising from its operating activities; these are primarily executed in Euro and US Dollar.

Risk appetite limits are set for market risk and foreign exchange exposures are monitored by the Firm and regularly reported to appropriate governance committees.

The Firm applies the standardised approach to determine its market risk capital requirement. The Pillar 1 PRR for foreign exchange is calculated in accordance with Articles 351 and 352 of CRR. The net open positions in each currency are assessed to determine an overall net foreign exchange position, which is then multiplied by 8% to calculate the Firm's PRR.

As at 31 December 2020, the Firm's net foreign exchange position was £8.1m, requiring a PRR of £0.7m.

5.4. Pillar 1 fixed overhead requirement ("FOR")

The Firm's FOR is calculated in accordance with Article 97 of CRR. As at 31 December 2020, the RWA was £24.2m, based on 25% of the related annual fixed overheads of the Firm, which provided a FOR of £1.9m.

5.5. Use of the Advanced Measurement Approaches to operational risk

The Firm does not use the Advanced Measurement Approach to operational risk and therefore the disclosure requirements of Article 454 of CRR are not applicable.

5.6. Use of Internal Market Risk Models

The Firm does not use Internal Market Risk Models and therefore the disclosure requirements of Article 455 of CRR are not applicable.

5.7. Pillar 1 total risk exposure amount ("TREA")

The Firm is required to hold own funds in excess of 8% of its TREA. As a 'limited licence' firm the TREA is the higher of the sum of credit risk and market risk, or FOR. The TREA is therefore £24.2m.

5.8. Pillar 2 ICAAP

Credit risk quantification under Pillar 2 is equivalent to the standardised Pillar 1 quantification noted above, with a forward looking analysis of the maximum expected exposures taken into account. In managing its credit risk:

- With regard to bank deposits, the Firm deposits money only with approved counterparties on agreed terms; and
- To the extent to which the Firm provides credit to clients and, therefore, the extent to which it is subject to credit risk is governed by the terms and conditions it has with individual clients.

Market risk quantification under Pillar 2 is equivalent to the standardised Pillar 1 quantification. As noted above, the Firm has market risk only in respect of foreign exchange, which arises on foreign currency debtors and bank balances, primarily held in Euro and US Dollar.

Business risk quantification is determined by modelling stress scenarios over a five year period; the Firm manages any subsequent losses via management action and initially absorbing profits before subsequently drawing on capital where the Firm makes a loss.

Refer to [section 3.6.2](#) for quantification methodology applied in respect of operational risk.

Refer to [section 3.2](#) for further commentary on the Firm's ICAAP process.

5.9. Exposures in equities not included in the trading book

The Firm does not trade as principal. As at 31 December 2020, exposure to equities non-trading book was £0.1m and is considered as part of the Firm's credit risk exposure. For the year ended 31 December 2020 the cumulative realised gains and losses and unrealised gains and losses was £0.0m.

5.10. Exposure to interest rate risk on positions not included in the trading book

The Firm has not entered into long term fixed rate contracts or liabilities. Cash deposits are typically on overnight terms, no fixed rate liabilities exist nor is any interest rate hedging undertaken by the Firm. Generally, the Firm does not have interest rate risk exposure within its non-trading book.

5.11. Exposure to securitisation positions

The Firm does not have any exposure to securitisation positions.

5.12. Leverage ratio

The Firm has applied the exemption permitted by Articles 6 and 16 of CRR and therefore no leverage ratio disclosure is required as part of this Document.

6. REMUNERATION POLICY

The following disclosures are made in accordance with the requirements of Article 450 of CRR. This disclosure provides information regarding the remuneration policies and practices for staff whose professional role has a material impact on the Firm's risk profile.

6.1. Governance

AXA IM's Remuneration Policy, which is reviewed and approved by the AXA IM Remuneration Committee every year, sets out the principles relating to remuneration within all entities of AXA IM and takes into account AXA IM's business strategy, objectives, and risk tolerance, as well as the long-term interests of AXA IM's shareholders, clients and employees.

The AXA IM Remuneration Committee, in line with the remuneration policies and procedures set and validated at AXA Group level, ensures consistency and fair application of the Remuneration Policy within AXA IM, as well as compliance with applicable regulations.

Remuneration pool allocations and awards are proposed by the Management Board and approved by the Remuneration Committee, the composition of which are available on AXA IM website.

6.2. Remuneration Strategy

AXA IM applies a "pay-for-performance" approach to remuneration, incorporating adjustments for risk considerations, to recognise employees who contribute the greatest value to the firm and the managed funds, considering performance, behaviours, experience and critical skills. The intent of this approach is to attract and retain the best skills and talents, to foster employee engagement and to strengthen AXA IM's leadership while ensuring corporate responsibility that will provide the best results to AXA IM's clients over the long term, which in turn will ultimately strengthen AXA IM through higher client and asset retention.

6.3. Remuneration Structure and the Link Between Pay and Performance

Remuneration is structured to reward:

- organisational responsibility, professional experience and individual capability to perform the duties of the role through Fixed Pay;
- short term value creation for clients and AXA IM through Cash Variable Pay based on annual performance;
- medium term value creation for clients and AXA IM through the Deferred Incentive Plan (DIP (Fund)) which is structured over a four year period;
- long term value creation for clients and AXA IM through AXA IM Performance Shares with a duration of maximum ten years (last AXA IM Performance Shares attribution occurred in 2020);

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

- long term value creation for the AXA Group through the AXA LTI (made up of AXA Stock-Options and/or AXA Performance Shares).

AXA IM Variable Pay (comprising Cash Variable Pay and AXA IM Deferred Pay) and AXA LTI form the Overall Variable Pay. AXA IM ensures appropriate balance between Fixed and Overall Variable Pay and short and long term Overall Variable Pay.

6.4. AXA IM Variable Pay Pools and Awards

Annual AXA IM Variable Pay pools are determined globally based on AXA IM profitability, taking into account current and future risks. Allocations of AXA IM Variable Pay pools to functions takes into account a range of factors such as profitability, investment performance, risk and compliance factors and other qualitative performance achievements.

In determining individual AXA IM Variable Pay levels, Managers consider annual team and individual performance which is assessed as a combination of specific quantitative and qualitative performance factors. Individual leadership is also taken into account, as well as adherence to risk and compliance policies. AXA IM believes in rewarding not only 'what' is achieved but also 'how' it is achieved and aims to truly differentiate individual and team performance through the level of AXA IM Variable Pay awarded to individuals

6.5. AXA IM Variable Pay Structure

AXA IM operates an automatic deferral policy applicable to all employees earning more than a specified minimum threshold of Overall Variable Pay. For employees subject to the automatic deferral policy, a minimum level of AXA IM Deferred Pay will be awarded as a proportion of the employee's AXA IM Variable Pay. The level of the AXA IM Variable Pay subject to deferral depends on (i) the amount of the employee's Overall Variable Pay or Total Remuneration and (ii) whether the employee is subject to remuneration regulations and is considered an "Identified Employee".

6.6. Risk Adjustment

AXA IM's risk management function validates and assesses risk adjustment techniques (which are used in assessing performance, determining AXA IM Variable Pay pools and performance adjustment taking into consideration all relevant types of current and future risks).

6.7. Vesting Conditions

The vesting of AXA IM Performance Shares only is subject to a performance condition which is a combination of investment performance indicators and achievement rate of AXA IM's actual underlying earnings against budget over a three year performance assessment period.

The AXA IM Board of Director or the AXA IM Remuneration Committee by delegation may reduce before vesting AXA IM Deferred Pay when certain conditions have been triggered (this is also referred to as malus). Such conditions are:

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

- Where the financial performance of AXA IM as a whole or of one of its business units has suffered a significant downturn or deterioration; or
- The investment performance of AXA IM as a whole or one of its investment platforms has suffered a significant deterioration; or
- Where an employee has materially violated AXA IM's Code of Conduct or other key Risk and Compliance policies, there is evidence of serious misconduct or misbehaviour and/ or the employee causes material detriment to the business or reputation of AXA IM or one of its entities; or
- Where there is significant failure of risk management in relation to AXA IM, any of its funds or business units.

6.8. Control Functions

Remuneration for Control Function employees is intended to be sufficient to attract and retain qualified and experienced employees and to avoid conflicts of interest. Overall Variable Pay is driven by the individual's skill set and performance (based on function specific objectives), the market value of the role and AXA IM Group underlying earnings. It is not based on the performance of the business unit which is directly supervised by the Control Function. Fixed Pay and Overall Variable Pay of Internal Audit team is determined by the AXA Group Global Head of Audit and the vesting of their AXA LTI, as the case may be, will be linked to the AXA Group performance measures.

6.9. Decision making process

The AXA IM Remuneration Committee is responsible for determining and reviewing the AXA IM remuneration guidelines, including the AXA IM Remuneration Policy, as well as reviewing the annual remuneration of senior executives of the AXA IM Group and senior officers in Control Functions.

The AXA IM Remuneration Committee comprises at least three members, of which at least two will be independent and non-executive Board members, including the Chairman. "Permanent guests" with a consultative role include at least the AXA IM Executive Chairman, the AXA IM Head of HR, the AXA IM Head of Rewards, a representative of the AXA Group Rewards team and from time to time, members of AXA IM's Risk, Control and Internal Audit teams. Employee representatives are annually invited in the context of the annual review of the AXA IM Remuneration Policy. The AXA IM Remuneration Committee met five times during 2020.

External consultants (Linklaters and Ernst and Young) have been employed to provide advice on aspects of the Remuneration Policy. Control Functions have appropriate input into setting the Remuneration Policy for other business units.

6.10. Identified Employees

The criteria used to determine whether employees are Identified Employees are broadly as follows:

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

- The employee is a permanent voting member of a governing body of a regulated AXA IM entity¹.
- The employee is a Senior Manager who effectively conducts the business of an AXA IM entity regulated by EU Directives.
- The employee is in a control function (risk management, compliance or internal audit) and his/her activities could potentially have a significant impact on an AXA IM entity results and/ or balance sheet.
- The employee is a risk taker, including:
 - Employees capable of entering into contracts or positions that materially affect the positions of the AXA IM entity or the Portfolios² it manages.
 - Distribution employees who have a material impact on the AXA IM entity or the Portfolios it manages.
 - Employees whose activities could potentially have a significant impact on the AXA IM entity results and/ or balance sheet and/ or performance of the Portfolios they manage.
 - The employee's remuneration is within the same remuneration bracket as the categories above, and the employee has a material impact on a regulated AXA IM entity or the portfolios it manages.

If an employee falls within one of the categories above, the employee would be considered an Identified Employee if he/she is assessed as having a material impact on a regulated in accordance with the AXA IM Entity's risk profile or the risk profiles of the portfolios that it manages.

6.11. Integration of sustainability risks

The European Union published in December 2019 the Sustainable Finance Disclosure Regulation (SFDR) which will apply from 10 March 2021.

This regulation requires 'financial market participants and financial advisers' to include in their remuneration policies details of how the policies are consistent with the integration of 'sustainability risks'. Therefore, starting from 1 January 2021, individual and collective objectives will include elements related to the adherence to the sustainability risk framework to be embedded in investment processes. The AXA IM variable pay pools and awards will be determined considering the completion of these objectives.

¹ AXA IM entity includes Alternative Investment Fund Management (AIFMs) companies, UCITS and CRD IV regulated AXA IM entities.

² Funds include Alternative Investment Funds (AIFs), UCITS v and/or mandates.

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

6.12. Quantitative remuneration disclosures

The Firm's 2020 remuneration analysis for Identified Employees where quantitative remuneration disclosure is required is analysed in Table 6. The disclosure is in respect of one business area covering the business activities of trading, securities lending and distribution of assets within the asset management industry.

Table 6: 2020 remuneration disclosures

	Senior management	Other Identified Employees	Total
Headcount ³	0.0	2.4	2.4
2020 Remuneration (£m)⁴	-	0.96	0.96
Fixed	-	0.36	0.36
Variable	-	0.60	0.60
Variable (£m):			
Cash	-	0.36	0.36
Deferred cash	-	0.24	0.24
LTIPs	-	0.00	0.00
Other	-	-	-
Deferred remuneration (£m):			
New awards granted in the year	-	0.16	0.16
Amount of reductions due to performance adjustments in the year	-	0.01	0.01
Deferred remuneration paid out during the year	-	(0.18)	(0.18)
Value of units forfeited in the year	-	-	-
Value of units vested in the year	-	-	-
Value of units exercised in the year	-	-	-
Outstanding at 31 December 2020	-	0.42	0.42
- of which vested	-	-	-
- of which unvested	-	0.42	0.42
Individuals earning more than €1m	-	-	-

There were £nil of sign-on and £392k of severance payments made or awarded to Employees during the year ended 31 December 2020.

³ Headcount is prorated based on the percentage of time the employee has worked for the Firm.

⁴ Remuneration is prorated based on the percentage of time the employee has worked for the Firm.

APPENDIX A – BIOGRAPHIES OF THE FIRM’S DIRECTORS⁵

Name	Position with AXA IM	Directorships
Yannig Loyer	Global Head of Trading	4
<ul style="list-style-type: none"> Yannig Loyer is Global Head of Trading, Securities Financing and Derivatives overseeing the execution functions of AXA Investment Managers. He joined AXA IM in October 2018 as Global Head of Trading, in charge of the flow execution. Loyer began his career at J.P. Morgan in London in 2002, before joining Merrill Lynch in 2005, where he served in different capacities. At Bank of America Merrill Lynch, he acted in 2014-2018 as Managing Director in charge of Global Markets Senior Relationship Management for Continental Europe, and prior to that as Head of EMEA Credit Structuring. Yannig Loyer graduated from Ecole Polytechnique in France and holds a degree in Engineering from Ecole Nationale Supérieure des Télécommunications Paris. 		
John Stainsby	Head of Client Group UK	1
<ul style="list-style-type: none"> John joined the Firm in July 2016 as Head of UK Client Group. Before joining AXA IM, John was managing director and head of the UK Institutional business at J.P.Morgan Asset Management. Previously he was head of client portfolio management for global equities in London and was an employee of J.P. Morgan Asset Management from 1999. Prior to this John spent four years as director and head of the London office of Lloyd George Management, an emerging market and Asian portfolio manager. Before this he spent 12 years with Schroders, working in London, New York and Singapore managing international equity portfolios for institutional clients. 		
Colin Clark	Non-Executive Director	5
<ul style="list-style-type: none"> Colin has been a non-executive Board Director of the Firm since June 2018. Colin was most recently Head of Global Client Group at Standard Life Investments UK. Prior positions include Director at AIDA Capital UK and Chief Marketing Officer/Head Global Sales and Marketing Merrill Lynch Investment. Between 1983 and 1997, Colin worked in both the UK and US as Chief Marketing Officer / Head of Global Sales and Marketing for Mercury Asset Management. Non-Executive Directorships include Barchester Group, Rathbones PLC and Standard Life Investments and was asked to join the main Board at Standard Life in 2015 and he sat on this Board until the recent merger with Aberdeen Asset Management earlier this year. 		
Godefroy de Colombe	Non-Executive Director	1
<ul style="list-style-type: none"> In January 2020 Godefroy joined AXA Investment Managers as Global Chief Operating Officer. In 2012, he was appointed CEO of AXA Direct France (Direct Assurance brand), and also manages AXA Direct Poland, TATV in Belgium and Natio Assurance (the JV between BNPP and AXA). Godefroy joined AXA Global Direct in 2011 as COO, in charge of transforming the European IT platform of direct operations in Spain, Poland, Belgium and France. Godefroy joined AXA as Executive Assistant of the Group COO, then Head of Retail lines at AXA Global P&C in 2008. Godefroy started his career at the Treasury Department in Moscow in 1998. He joined the French Employers Federation (MEDEF) in 2002, before joining SCOR in 2004 as Head of Public Affairs, and Integration Officer in 2007. 		

⁵ Correct as at 31 December 2020. Directorships within the AXA Group of companies are counted as one. This excludes dormant companies and non-commercial directorships.

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

Name	Position with AXA IM	Directorships
Philip Barker	Non-Executive Director	2
<ul style="list-style-type: none"> • Phil has over 40 years continuous involvement in Financial Services and Asset Management. • Phil was Head of EMEA Distribution at Aberdeen Standard Investments until the end of 2018. • For nineteen years Phil was at Standard Life Investments before the merger with Aberdeen, latterly as Head of Global Sales. Responsible for business development and client services across all asset classes and client types including Wholesale and institutional. A member of the Global Client Group Management team and also the Operating Committee. • Previous senior roles with M&G and Schroders. Career started with Sun Life. • During his career Phil has been involved in numerous initiatives involving distribution, strategy, business planning, regulation, cultural alignment, training and development and change management. 		

APPENDIX B – OWN FUNDS DISCLOSURE TEMPLATE

Common Equity tier 1 capital: Instruments and reserves		(A) Amount at disclosure date	(B) Regulation(EU) No 575/2013 Article reference	Rec ref
Common Equity tier 1 capital: Instruments and reserves				
		£m		
1	Capital instruments and the related share premium accounts	0.8	26 (1), 27, 28, 29, EBA list 26 (3)	a
	of which: Instrument type 1	0.8	EBA list 26 (3)	a
	of which: Instrument type 2	-	EBA list 26 (3)	
	of which: Instrument type 3	-	EBA list 26 (3)	
2	Retained earnings	6.7	26 (1) (c)	b
3	Accumulated other comprehensive income (and other reserves, to include unrealised gains and losses under the applicable accounting standards)	-	26 (1)	
3a	Funds for general banking risk	-	26 (1) (f)	
4	Amount of qualifying items referred to in Article 484 (3) and the related share premium accounts subject to phase out from CET1	-	486 (2)	
	Public sector capital injections grandfathered until 01-Jan-2018	-	483 (2)	
5	Minority Interests (amount allowed in consolidated CET1)	-	84, 479, 480	
5a	Independently reviewed interim profits net of any foreseeable charge or dividend	-	26 (2)	
6	Common Equity Tier 1 (CET1) capital before regulatory adjustments	7.5		c
Common Equity Tier 1 (CET1) capital: regulatory adjustments				
7-28	These rows have been omitted as all entries would be blank			
29	Common Equity Tier 1 (CET1) capital	7.5		c
Additional Tier 1 (AT1) capital: Instruments				
30-44	These rows have been omitted as all entries would be blank			
45	Tier 1 capital (T1 = CET1 + AT1)	7.5		c
Tier 2 (T2) capital: Instruments and provisions				
46-58	These rows have been omitted as all entries would be blank	-	62, 63	
59	Total capital (TC = T1 + T2)	7.5		c

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

Common Equity tier 1 capital: Instruments and reserves		(A) Amount at disclosure date	(B) Regulation(EU) No 575/2013 Article reference	Rec ref
59a	These rows have been omitted as all entries would be blank	-		
60	Total risk weighted assets	24.2		
Capital ratios and buffers				
61	Common Equity Tier 1 (as a percentage of risk exposure amount)	31.0%	92 (2) (a), 465	
62	Tier 1 (as a percentage of risk exposure amount)	31.0%	92 (2) (b), 465	
63	Total capital (as a percentage of risk exposure amount)	31.0%	92 (2) (c)	
64-85	These rows have been omitted as all entries would be blank			

APPENDIX C – CAPITAL INSTRUMENTS MAIN FEATURES TEMPLATE

Capital instruments main features template		
1	Issuer	AXA Investment Managers GS Ltd
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	Private Placement
3	Governing law(s) of the instrument	English law
	<i>Regulatory treatment</i>	
4	Transitional CRR rules	Common Equity Tier 1
5	Post-transitional CRR rules	Common Equity Tier 1
6	Eligible at solo/(sub-)consolidated/ solo & (sub-)consolidated	Solo
7	Instrument type (types to be specified by each jurisdiction)	Ordinary shares
8	Amount recognised in regulatory capital (currency in million, as of most recent reporting date)	£0.8m
9	Nominal amount of instrument	£1.00
9a	Issue price	NA
9b	Redemption price	NA
10	Accounting classification	Shareholder's Funds
11	Original date of issuance	Company incorporated on 21/07/1998
12	Perpetual or dated	Perpetual
13	Original maturity date	No Maturity
14	Issuer call subject to prior supervisory approval	NA
15	Optional call date, contingent call dates and redemption amount	NA
16	Subsequent call dates, if applicable	NA
	<i>Coupons / dividends</i>	
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	NA
19	Existence of a dividend stopper	NA
20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Fully Discretionary
20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Fully Discretionary
21	Existence of step up or other incentive to redeem	NA
22	Noncumulative or cumulative	Noncumulative
23	Convertible or non-convertible	Non-convertible
24	If convertible, conversion trigger(s)	NA
25	If convertible, fully or partially	NA
26	If convertible, conversion rate	NA
27	If convertible, mandatory or optional conversion	NA
28	If convertible, specify instrument type convertible into	NA
29	If convertible, specify issuer of instrument it converts into	NA

**AXA Investment Managers GS Ltd
Pillar 3 Disclosure | 31 December 2020**

Capital instruments main features template		
30	Write-down features	NA
31	If write-down, write-down trigger(s)	NA
32	If write-down, full or partial	NA
33	If write-down, permanent or temporary	NA
34	If temporary write-down, description of write-up mechanism	NA
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	NA
36	Non-compliant transitioned features	NA
37	If yes, specify non-compliant features	NA