

MUBADALA CAPITAL

MIFIDPRU Remuneration Disclosure

Introduction

Mubadala Capital¹ (or the “Firm”) was authorised by the United Kingdom (“UK”) Financial Conduct Authority (“FCA”) on 4th January 2016 as an Alternative Investment Fund Manager (“AIFM”) to a number of Alternative Investment Funds (“AIF”). The Firm is categorized as a Collective Portfolio Management Investment (“CPMI”) firm as it holds MiFID ‘top-up’ permissions in order to provide delegated portfolio management services.

The Investment Firms Prudential Regime (“IFPR”) is the FCA’s new prudential regime for MiFID investment firms which aims to streamline and simplify the prudential requirements for UK investment firms. IFPR came into effect on 1st January 2022, and its provisions apply to Mubadala Capital as a CPMI firm.

The public disclosure requirements of IFPR are set out in MIFIDPRU 8, replacing the previous Pillar 3 requirements under BIPRU 11.

Mubadala Capital is classified as a Small and Non-Interconnected (“SNI”) firm under MIFIDPRU, as it does not exceed any of the SNI threshold tests, and this disclosure is drafted accordingly.

Remuneration Policy Summary

Mubadala Capital’s Remuneration Policy is in line with the business strategy, objectives, values and long-term interests of the Firm and its clients.

The Firm seeks to promote sound and effective risk management and discourages risk-taking that exceeds the level of risk tolerated by client mandates and the Firm itself.

As such the Firm ensures that its remuneration practices are integrated with and informed by long term business model planning and positive and purposeful culture.

Mubadala Capital operates a discretionary bonus scheme. This is applicable to all permanent staff². Bonus amounts are subject to individual, company and business unit performance, which are rated on a 5-point scale. Bonus multiples are based on regular compensation benchmark studies.

Fixed and Variable Remuneration

Fixed and variable remuneration comprises salary and the annual bonus respectively, in line with the Remuneration Policy. In deciding each individual’s total compensation, due regard is taken of an appropriate balance between fixed and variable remuneration. Zero performance results in zero variable remuneration.

As an SNI firm, the Firm is subject to only the basic remuneration requirements and has not elected to set a minimum and maximum performance percentages. Rather, the Firm understands and seeks to balance its risk reward profile and its professional investors are deemed to understand this profile, being the basis of investment.

Performance Assessment

Individual performance is reviewed on an annual basis and all staff awards are based upon the overall performance of the Firm, its client portfolios, the relevant business unit, and compliance with the Firm’s core policies and procedures.

¹ MIC Capital Management UK LLP.

² Employees (whether full or part-time) who undertake roles on behalf of Mubadala Capital. May also be referred to as “staff” in this policy.

The Firm ensures that non-financial criteria forms a significant part of the appraisal process which informs the allocation of bonus awards and, where necessary will override any abiding financial performance achieved by the business unit/overall.

The assessment includes consideration of the business cycle of the Firm, its risk, and the investment strategy such that compensation practices are aligned with the outcomes achieved.

Remuneration Governance

The Nomination and Remuneration Committee (“NRC”) have responsibility for setting, reviewing and ratifying the compensation arrangements at Mubadala Capital. The NRC shall seek to ensure that Mubadala Capital structures its compensation, benefits and total reward plans, policies and programs so as to attract, develop and retain talent within the organisation and to provide incentives for such persons to perform to the best of their abilities in the interests of the organisation.

The NRC will consider input from the relevant business units and control functions – excluding external parties – to ensure that Mubadala Capital is able to offer competitive compensation in order to attract and retain high quality talent. Further, and with regard to variable compensation, the NRC will consult with the relevant functions including compliance and risk management as part of the consideration of relevant non-financial metrics.

The NRC will be comprised of at least three Members appointed by the Board of Directors but may not include the CEO. Committee Members shall represent an appropriate mix and balance of skills, experience, independence and knowledge of the Mubadala Capital. The Chair shall always be the Chief Human Capital Officer or his/her designee.

Quantitative Disclosure

Mubadala Capital’s total amount of remuneration awarded to those staff members that spent time on MiFID activities in 2022 is £2,084,470, which is comprised of £1,022,058 as fixed remuneration and £1,062,412 as variable remuneration.