

## **Warehouse REIT plc (“the Company”) Investment Manager Annual Report Disclosure (Unaudited)**

G10 Capital Limited (“G10” or “the Investment Manager”) is required to make available an Annual Report for each financial year of its Alternative Investment Funds (“AIFs”) under management. As an AIF managed by the Investment Manager, the Company is also required to provide disclosures in its Annual Report and provide periodic disclosures to the Company’s shareholders. The disclosures set out below are included to meet the disclosure requirements of the UK AIFM Regime<sup>1</sup> that have not been disclosed in the audited financial statements.

### **Disclosure to be made by funds that do not have any individuals who receive remuneration that is paid in accordance with the Pay-Out Process Rules**

As a full-scope AIFM, G10 must comply with the AIFMD Remuneration Code. The AIFMD Remuneration Code applies to all staff whose professional activities have a material impact on the risk profiles of the Investment Manager or of the AIFs it manages. These individuals are known as “AIFMD Remuneration Code Staff”. The AIFMD Remuneration Code specifies how AIFMD Remuneration Code Staff receive remuneration, including consideration of the instruments that are used to pay remuneration and how and when this remuneration is paid.

The Investment Manager must establish, implement and maintain remuneration policies and practices for AIFMD Remuneration Code Staff that are consistent with, and promote, sound and effective risk management and do not encourage risk taking which is inconsistent with the risk profile of the constituting instruments of the AIFs that it manages.

The AIFMD Remuneration Code takes account the principle of proportionality. It is the responsibility of the Investment Manager to assess its own characteristics and to develop and implement remuneration policies and practices which appropriately align the risks faced and provide adequate and effective incentives to its staff.

In light of this, the Investment Manager has taken into account each of the proportionality elements and considered the risk posed, the controls in place and how the management of the AIFs takes place in practice. Given the size of the Investment Manager’s AUM and the nature, scope and complexity of activities, the Investment Manager has determined that it is most appropriate to apply the Pay-Out Process Rules as per the AIFMD Remuneration Code.

The following individuals are considered to be AIFMD Remuneration Code Staff that are subject to the Pay-Out Process Rules process:

1. Senior Managers under the Senior Managers & Certification Regime (SM&CR) carrying out Senior Manager Functions - involved in portfolio management of the AIF(s).
2. Any individual who undertakes portfolio or risk management where those individuals can have material impact on the risk profile of the AIFs or the Investment Manager (in particular those seconded in for portfolio management).

With regards to the specific management of the AIF that this report relates to, the Investment Manager has reviewed the applicable AIFMD Remuneration Code Staff and has assessed that it is not necessary to apply the Pay-Out Process Rules for the individuals involved. This assessment has been made in accordance with the provisions as set out in SYSC 19B.1.13A. This assessment is undertaken on a periodic basis and at least annually, and further disclosure will be made if any individuals become subject to the Pay-Out Process Rules.

The Investment Manager does additionally confirm that any assessment of remuneration has proportionally taken account the following considerations:

- information on linkage between pay and performance;
- information on the criteria used for performance measurement and the risk adjustment;
- information on the performance criteria on which the entitlement to shares, options or variable components of remuneration is based; and
- the main parameters and rationale for any annual bonus scheme and any other non-cash benefits.

Whilst no remuneration is paid directly by the Investment Manager in return for the services provided to the Company, it is assessed that it is proportionate to disclose the remuneration received by persons undertaking activities for G10’s role as Investment Manager. The remuneration disclosed has been proportioned to take account of a person’s activities that are provided to G10 in its role as Investment Manager, as well as considering other factors of the person’s role outside of servicing the Investment Manager (e.g. remuneration for activities provided to the Firm to service the Investment Manager’s MiFID top-up permissions have not be included in these disclosures).

Recognising that the total remuneration figures combine the remuneration of multiple fund mandates, the total remuneration (split into total fixed and total variable remuneration paid) as well as the total number of beneficiaries is available on the Investment Manager’s website. This information is updated periodically in accordance with the Investment Manager’s performance year.

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<sup>1</sup> Together, The Alternative Investment Fund Managers Regulations 2013 (as amended by The Alternative Investment Fund Managers (Amendment etc.) (EU Exit) Regulations 2019) and the Investment Funds Sourcebook forming part of the FCA Handbook, as amended from time to time.

### Aggregate remuneration of persons who have a material impact on the risk profile of the Company

All data provided has been proportioned to relate solely to the AIF being reported on, the Company.

It does not include the remuneration that persons or Senior Management have received in relation to other mandates managed by the Investment Manager, or other activities they perform for the Investment Manager.

	Number of Senior Management Persons	Total remuneration for activity of Senior Management persons	Number of other staff	Total remuneration for activity for other staff
Impacting the portfolio management of the Company	2	£2,900	0	0
Having a material impact on the risk profile of the Company	4	£7,125	0	0

### **Supporting Notes**

1. The Investment Manager makes its investment decisions for the Company by way of its Investment Committee. The voting members of the Investment Committee are considered to be the persons impacting the portfolio management of the Company. All voting members of the Investment Manager's Investment Committee are also members of Senior Management of the Investment Manager.