



Statement Regarding the EU Shareholder Rights Directive

JUNE 2019

This is a statement from Dodge & Cox Worldwide Funds plc (the “Company”) regarding an amendment to the European Union’s Shareholder Rights Directive (“SRD”).¹ The amendment requires asset managers to adopt, on a “comply or explain” basis, an engagement policy describing the ways in which they integrate shareholder engagement relating to companies that have a registered office in EU markets (“EU investee companies”) in their investment strategy. As a self-managed UCITS authorised in accordance with Directive 2009/65/EC, the Company is an asset manager for the purposes of the SRD. The Company has not adopted a separate SRD engagement policy because we believe existing group policy statements of Dodge & Cox, which acts as investment manager and has been delegated proxy voting authority for the Company, adequately address the SRD disclosure requirements.

The following statements describe the ways in which the Company integrates shareholder engagement in its overall investment strategy in EU investee companies and meets the requirements of the SRD. These include the Company’s obligations to disclose how it monitors and engages with EU investee companies,

exercises voting and other rights attached to shares in EU investee companies, cooperates and communicates with other shareholders and stakeholders in EU investee companies, and manages actual and potential conflicts of interest.

[Statement Regarding the UK Stewardship Code Environmental, Social, and Governance Policy Statement](#)

[Evaluating Environmental, Social, and Governance Factors as Active Owners](#)

Dodge & Cox votes all securities for which it has proxy voting authority in the same way across all portfolios, including the sub-funds of the Company. Information regarding the way in which Dodge & Cox voted proxies relating to portfolio securities held by its U.S. mutual funds is updated annually and available on the Dodge & Cox Funds website.

⁽¹⁾ Directive (EU) 2017/828 of the European Parliament and of the Council of 17 May 2017 amending Directive 2007/36/EC (together with the relevant national implementing regulations in Ireland, the “SRD”)