



IFPR Disclosure

DWS Investments UK Limited

For the financial year ended
31 December 2024



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1 / Disclosure overview

Background and basis of disclosure

The Investment Firms Prudential Regime (“IFPR”) is the FCA’s prudential regime for MiFID Investment Firms which came into force on 1 January 2022. The aim of the IFPR is to streamline and simplify the prudential requirements for MiFID FCA Regulated Investment Firms.

This IFPR disclosure is in relation to DWS Investments UK Limited as at 31 December 2024 (“the Firm”). The Firm is an investment manager and one of the legal entities within the DWS Group (“DWS”). The Firm is authorised and regulated by the Financial Conduct Authority (“FCA”) to conduct portfolio management and investment advisory services, but it is not authorised to hold client money or client assets.

The Firm provides manufacturing and portfolio management activities for Index tracking products (“Xtrackers”), and research as well as distribution services for the DWS set of products in Xtrackers, Active and Alternatives.

Under the IFPR’s Firm categorisation, the Firm is categorised as a non-small non-interconnected (“non-SNI”) MIFIDPRU Investment Firm. As a UK Investment Firm, the Firm is subject to the prudential requirements of IFPR as set out in MIFIDPRU 8. This includes disclosures covering the below¹:

- Governance Arrangements (MIFIDPRU 8.3)
- Risk Management Objectives and Policies (MIFIDPRU 8.2)
- Own Funds (MIFIDPRU 8.4)
- Own Funds Requirements (MIFID PRU 8.5)
- Remuneration Policy and Practices (MIFIDPRU 8.6)

¹ Investment Policy disclosures (MIFIDPRU 8.7) are not in scope for DWS Investments UK Limited

2 / IFPR governance arrangements (MIFIDPRU 8.3)

DWS Investments UK Limited – overview of governance arrangements

Governance structure

The DWS Investment UK Limited Board (“the Board”) is responsible for the effective and prudent management of the entity. The Board governance and risk oversight structure is supplemented with regional governance bodies as outlined in Figure 1 below. Table 1 provides an overview of the responsibilities of each committee/forum.

Figure 1: Governance structure of DWS Investments UK Limited and Parent company

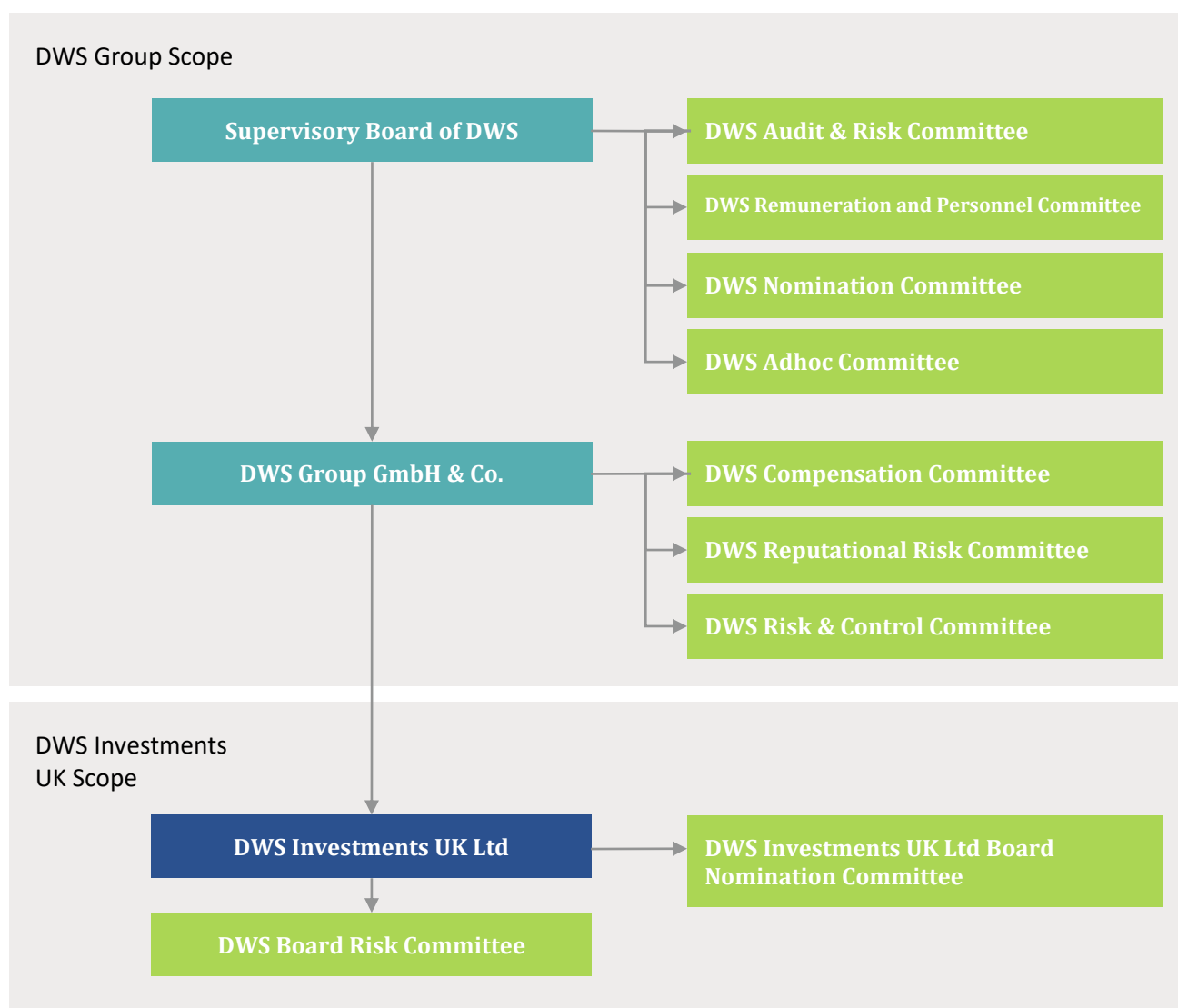


Table 1: DWS committees and responsibilities

Scope	Committee	Responsibilities	Frequency
DWS Group	Audit and Risk Committee	<ul style="list-style-type: none"> — Standing committee of the DWS Supervisory Board — The Executive Board reports on key risks, risk strategy, mitigation strategies, and on matters of importance due to the risks they entail. — Deliberates with the Executive Board on issues of the aggregate risk profile and the risk strategy and supports the Supervisory Board in monitoring the implementation of this strategy. 	Quarterly
DWS Group	Remuneration Committee	<ul style="list-style-type: none"> — Standing committee of the DWS Supervisory Board — Monitoring the appropriate structure of remuneration systems for all DWS employees 	3 -4 times per year
DWS Group	Nomination Committee	<ul style="list-style-type: none"> — Standing committee of the DWS Supervisory Board — Prepare the Supervisory Board's proposals for the election or appointment of new shareholder representatives to the Supervisory Board 	2 -3 times per year
DWS Group	Ad-Hoc Committee	<ul style="list-style-type: none"> — Standing committee of the DWS Supervisory Board — Manages the ESG matters of the DWS Group Executive Board, in particular the requests for information from US and German authorities 	Regular / ad-hoc basis
DWS Group	Compensation Committee	<ul style="list-style-type: none"> — Oversight for Compensation and Benefits on behalf of the DWS Group Executive Board — Develops and designs sustainable compensation principles & makes recommendations on overall compensation 	Monthly
DWS Group	Reputational Risk Committee	<ul style="list-style-type: none"> — Delegated authority from the DWS Group Executive Board — Material reputational risk matters are tabled at the Reputational Risk Committee for discussion and decision making 	As required
DWS Group	Risk and Control Committee	<ul style="list-style-type: none"> — Delegated by the DWS Group Executive Board — Risk management execution and oversight, including review and decisions on material risk topics 	Monthly
DWS Investments UK Ltd	Nomination Committee	<ul style="list-style-type: none"> — Delegated authority from the DWS Investments UK Ltd Board — Board nomination and composition oversight 	As required, at least once a year
DWS UK entities	Board Risk Committee	<ul style="list-style-type: none"> — Delegated authority for Risk Management Governance for the DWS UK entities — Develop risk strategy including risk appetite — Monitor execution of risk strategy — Escalate key issues/risks to Global Non-Financial Risk Council 	Minimum of 11 meetings annually

Further details of the regional governance bodies, responsibilities and membership are included in the specific committees Terms of Reference.

Board of Directors

The Board meets every 2 months where possible, with a minimum of 6 meetings per year. The Board is collectively responsible for the effective and prudent management of the Firm. The Board is specifically responsible for:

A. Strategy and business oversight

- Establishing a sustainable business model and a clear strategy consistent with that model, ensuring that it does not expose the Firm to unacceptable risk;
- Overseeing the implementation of the strategy approved by the Board;
- Reviewing and monitoring the performance of the Firm against its strategic objectives; and
- Reviewing and making decisions in relation to material transactions, new business proposals or other developments that may have a strategic impact.

B. Risks and capital

- Articulating, and overseeing adherence to, a clear and measurable statement of risk appetite against which major business options are actively assessed;
- Overseeing and providing leadership over the arrangements for identifying, managing, and mitigating risks;
- Measuring and reviewing material credit, market, operational, regulatory, conduct and reputational risk exposures and the steps taken to monitor and control such risk exposures, for the purposes of assessing whether risks are being managed in line with the approved Risk Appetite Statement;
- Receiving reports from the Board Risk Committee and executive management in relation to risk issues, together with actual and potential risk appetite breaches, including the actions taken to mitigate such issues and any recommendations arising;
- Reviewing the entity's liquidity, funding and capital position and the steps taken to manage it, and
- Reviewing and considering material internal control, risk management, compliance, regulatory or legal issues.

C. Internal control

- Ensuring effective processes and internal control mechanisms are in place to identify, manage, monitor, and report risks regarding important functions outsourced either within DWS or to externally other vendors; and
- Monitoring internal control systems and periodically assessing their effectiveness.

D. Culture & Governance

- Articulating and overseeing a culture of risk awareness and ethical behavior that the Firm should follow in pursuit of its business goals;
- Ensuring dialogue with DWS Group GmbH & Co. KGaA (DWS KGaA) on strategy, remuneration, resources and other matters; and
- Undertake regular evaluations of the Board, its committees and its members, identify training needs and succession planning to ensure the effectiveness of the Board.

E. Conflict management

- Each of the Directors is responsible for considering and declaring conflicts of interest prior to participating in meetings of the Board and taking decisions regarding the business of the Firm.

F. Sustainability

- Ensuring sustainability matters, including climate are regularly monitored and discussed.

The Board delegates certain tasks to the DWS Board Risk Committee ("BRC") and Nomination Committee (NomCo), as outlined in the next and previous section.

The Board is chaired by the Independent Non-Executive Director. The Chair is responsible for the leadership of the Board and ensuring its effective performance. The Board comprises three other Directors as at 31 December 2024 (which has now

increased to four other directors) as described in Table 2 and Table 3 who are senior members of the management team representing business and control activities conducted by the Firm.

Other responsibilities of the Board are detailed in the Matters Reserved for the Board in the Terms of Reference. As well as the appointed Directors, there are other standing attendees (inclusive of registered Senior Managers) who are senior members of management, and are business representatives from central functions (e.g., Audit, AFC, Compliance, Finance, Legal & Risk Management).

Board Membership

In 2024, there were five Directors, one of whom is a Non-Executive Director (“NED”) as detailed in table 2 below. Table 3 below details recent changes in the Board membership.

Table 2: DWS Investments UK Limited Board Membership

Board member	Overview
John Webster	<p>Mr. Webster is an Independent Non-Executive Director, the Chair of the DWS Alternatives Global Limited Board (SMF 9), the Chair of DWS Investments UK Limited (SMF 9), the Chair of Deutsche Alternative Asset Management (UK) Limited (SMF 9), the Chair of the DWS Investments UK Nominations Committee (SMF 13) and the Chair of the Board Risk Committee (SMF10).</p> <p>Mr. Webster has worked in institutional financial services for 40 years. He has held senior positions in both the UK and the USA, first for James Capel and then for Greenwich Associates. Prior to joining DWS as Non-Executive Director, he was CEO and then Chair of Altima Partners, an alternative asset manager. He also served on the advisory board to the global institutional business of T. Rowe Price.</p> <p>In addition to his roles at DWS, Mr. Webster holds several other non-executive directorships in investment and professional services companies as well as some charities.</p>
Sam Manchanda	<p>Mr. Manchanda is the UK Head of Client Coverage Division and Passive Sales Head of Northern Europe. Mr. Manchanda was appointed as an Executive Director (SMF 3) in June 2022. Mr. Manchanda has 18 years of industry experience, prior to this role Mr. Manchanda was Head of Southeast Asia, Head of Insurance Clients APAC for DWS and was a member of the DWS APAC Management team.</p>
Jessica Hardman	<p>Ms. Hardman was the Regional Head of Portfolio Management Real Estate Institutional and Executive Director (SMF 3) for DWS Alternatives Global Limited. Ms. Hardman was appointed as the CEO (SMF1) and Executive Director (SMF 3) for DWS Investments UK Ltd on the 3rd November 2023. Ms. Hardman joined Deutsche Bank Group in 2004 and was responsible for overseeing fund performance, overseeing investment strategy, global client relationships and risk management & regulatory compliance for the real estate business. Previously Ms. Hardman was the Head of UK Real Estate transactions, where she led the team to significantly expand transaction volume and client base focused on UK assets. Ms. Hardman previously worked at BNP Paribas, where she specialized in Central London investment agency. Ms. Hardman’s directorship was terminated on 16 August 2024 when she left the Firm.</p>

Table 2: DWS Investments UK Limited Board Membership

Andrew Levy	<p>Mr. Levy is the Chief Financial Officer for DWS across the UKI region. He was appointed as an Executive Director (SMF3) for DWS Investment UK Limited, DWS Alternatives Global Limited and Deutsche Alternative Asset Management (UK) Limited on 1 January 2024. In addition, he has performed the role of Chief Finance Officer (SMF2) for DWS Investments UK given its “enhanced firm” status since 2019. He is also a company Director of DWS Group Services UK Limited, which primarily operates as the local service entity for the group.</p> <p>Mr. Levy has approaching 25 years of relevant experience as a finance professional in the financial services industry performing various business facing and reporting roles encompassing control and advisory responsibilities within global investment banks and a global asset management group. He qualified as a chartered accountant with PricewaterhouseCoopers in 2003 gaining experience from the corporate tax function specialising in investment management groups and funds.</p>
Julien Boulliat	<p>Mr. Boulliat is the Head of Xtrackers Investments for EMEA and Asia and was appointed as the Executive Director (SMF 3) for DWS Investments UK Limited on the 4 April 2024. During Mr. Boulliat’s time at DWS, he has held Directorships on two fund boards and worked primarily within the Index Investing Portfolio Management team building the team, technology and product offering at DWS. Mr. Boulliat joined the company in 2012 with 10 years of industry experience. Before joining, he served as Head of ETF Portfolio Management at HSBC Asset Management. Previously, he was a Financial Engineer at Sinopia Financial Services and Deputy Head of Trading at Sinopia Asset Management</p> <p>Mr. Boulliat holds a Master's Degree in Economics and Finance from Lumiere University Lyon 2; Postgraduate Degree in Portfolio Management and Financial Analysis from University Lille 2.</p>
Samantha Alexander	<p>Ms. Alexander is the UK Country Officer and Chief Operating Officer for DWS UK and was appointed as CEO of DWS Investments UK Ltd in early 2025. Sam is responsible for oversight of DWS UK and its contribution to DWS Group corporate strategy. Alongside a focus on governance and operational matters, Sam is a keen supporter of talent and inclusion initiatives at DWS UK. Sam joined Deutsche Bank originally in 2011.</p> <p>Prior to joining Deutsche Bank, Sam held positions in operations and change management at Barclays Capital, Raibobank, Credit Suisse and JP Morgan over a period of 20 years.</p>

Table 3: Recent Changes to DWS Investment UK Limited Board Membership

Board member	Change in board membership
Andrew Levy	Mr. Levy was appointed as Executive Director on 1 January 2024
Jessica Hardman	Ms. Hardman’s directorship was terminated on 16 August 2024
Julien Boulliat	Mr. Boulliat was appointed as Executive Director on 4 April 2024
Samantha Alexander	Ms. Alexander was appointed CEO and as an Executive Director on 14 January 2025

Board Directorships

Table 4 sets out the number of Directorships held by each member of the Board as at 31st December 2024.

Table 4: DWS Investments UK Limited Board Directorships

Name	Number of directorships
John Webster	3 DWS entities and 3 external
Sam Manchanda	1 DWS entity
Andrew Levy	4 DWS entities
Julien Boulliat	4 DWS entities
Samantha Alexander	2 DWS entities

DWS UK Nomination Committee – Appointment of DWS Investments UK Limited Board Members

The Board has delegated responsibility for nominating Directors and Regulatory Senior Managers to the DWS Investments UK Limited Board Nomination Committee (“NomCo”). The NomCo has been established with the purpose of maintaining effective Board Structure, succession, appointments, membership, experience, skills, and effectiveness.

The NomCo is responsible for:

- At least annually, reviewing the structure, size and composition (assessing the skills, knowledge, experience and diversity) of the Board, including Senior Managers, and making recommendations to the Board with regard to any changes;
- At least annually, considering succession planning for directors and other senior executives, considering the challenges and opportunities facing the Firm, and the skills and expertise needed on the Board and within the Firm;
- Identifying and nominating, for the approval of the Board, candidates to fill Board vacancies as and when they arise;
- Before any appointment is made by the Board, evaluating the balance of skills, knowledge, experience and diversity on the Board, and, in the light of this evaluation, determining the role and capabilities required for a particular appointment;
- Ensuring prior to the appointment of a director, that the proposed appointee has disclosed any other business interests that may result in a conflict of interest and that arrangements for relevant induction and training have been made;
- At least annually, reviewing the results of the Board performance evaluation of the effectiveness of the Board and its risk committee, that the conclusions and recommendations arising from the review are reported to the Board, and agreeing an action plan, if required, addressing the results of the annual review, and periodically reviewing progress against the plan.

Annually, the Board Directors complete an Ongoing Suitability Self-Assessment, where they indicate their level of experience or expertise across several categories, including experience in Financial Markets and Asset Management and core skills in Governance, Strategy, Finance & Treasury, Capital & Risk, Human Resources and Regulatory Compliance. The NomCo will consider any gaps or deficiencies raised in this process against any identified potential candidates.

DWS UK Board Risk Committee

In compliance with MIFIDPRU rules the Firm has an established risk committee. The Committee meets monthly, with a minimum of 11 meetings per calendar year. The Board Risk Committee is established with the purpose of maintaining effective risk, compliance, customer outcome and regulatory focused framework relevant to DWS UK entities.

It is responsible for:

- Reviewing, challenging and endorsing the risk appetite and capital and liquidity initiatives for the Board
- Monitoring adherence to risk appetite levels and metrics to monitor them (including capital and liquidity, operational risk, sustainability risk and conduct risk)
- Developing, maintaining, and endorsing the ICARA framework and documentation;
- Overseeing and challenging the design and execution of stress and scenario testing, as part of ICARA
- Reviewing and challenging the day-to-day risk management, including conflicts of interest, and supervision arrangements of the businesses’ senior management;

- Reviewing and challenging due diligence of risk issues relating to material transactions and strategic proposals that are subject to approval by the Board;
- Monitoring the adherence to applicable Laws, Rules and Regulations, and mandating required remediation pro-gramme to ensure adherence to LRR; and
- Escalating key issues/risks to the Board of Directors of the DWS UK entities.

The Committee is chaired by an independent Non-Executive Director and is formed of four members inclusive of the DWS UK Chief Risk Officer, the UK CFO and the DWS Alternatives Business Controls Officer. In addition, functions are represented by standing guests/advisors, including Legal, Compliance & AFC, Risk, Non-Financial Risk Management, UK COO Office, Passive COO, Alternatives Governance, Alternative Investment Risk management, Human Resources, Internal Audit, Xtracker Product and Technology and Operations Business Controls Officer. Other guests may be invited to attend on an ad-hoc basis by the Chair.

Further details on decision making procedures are included in the Committee Terms of Reference.

Approach to Board diversity

The Firm is committed to building an inclusive culture that respects and embraces the diversity of its employees at every level of the business including Executive and Non-Executive Board members.

The Firm aspires to offer a workplace where creativity, confidence and ideas can bloom, where its employees' strengths, different backgrounds and broad perspectives are valued and where employees can come to work as their true authentic selves.

At the same time, the Firm is aware that the commitment needed to build such a workplace is not easy or quick. This requires examining the Firm's corporate culture and talent practices on a regular basis, as well as tackling unconscious bias and building a network of allies.

It also means speaking up as the Firm works with peers to advocate for broad change, both within the investment management industry and the society it serves. This is an area where the Firm has been active over the last financial year by forming several key external partnerships including the Diversity Project and LGBT Great.

These partnerships complement our internal Employee Resource Groups (ERGs), which are important in helping the Firm to better understand which building blocks are needed to enable diverse and multi-cultural talent to thrive. Importantly, these groups are led by our own employees, who volunteer their time to collectively educate the Firm what it can do to help unlock the full potential of its staff, which not only enriches the workplace, but also its culture, conduct of business and its impact on society.

To track progress at the Board level, aspirational targets were set in the past in the UK to help address and rebalance the underrepresentation of women and ethnic minorities. While these targets are important to measure the progress being made, the Firm also remains committed to ensuring that Board positions are primarily filled based on merit measured against objective criteria as well as skills and experience relevant to the role – not just on sex and race.

For additional information, please refer to the Deutsche Bank's Code of Conduct and Gender and Ethnicity Pay Gap Report, which also include the Firm's values in relation to diversity and inclusion as DWS employees in the UK are legally employed by Deutsche Bank.

3 / IFPR risk management objectives and policies (MIFIDPRU 8.2)

Introduction

The following section covers the risks and associated harms that the Firm's activities can cause to the Firm, its clients, or its markets in line with the disclosure requirements of IFPR MIFIDPRU 8.2.

This section also provides a summary of the strategies and processes used directly by the Firm, or by other entities within DWS, to manage the key categories of risk relevant to the Firm and how this helps to reduce the potential for harm.

The Firm manages risk in alignment with the DWS Group Risk Management Framework ("RMF"). Risks described in this section are managed via an established three lines of defense model and overseen by the governance and committee structures set out in Section 2 - IFPR governance arrangements. This document articulates how the Group framework is implemented in the Firm with processes and thresholds proportionate to the scale and the nature of the businesses performed by the Firm, and in alignment with the FCA prudential requirements that apply to MIFIDPRU Investment Firms, and any UCITS and AIFMD requirements, as applicable.

Overview

The Firm is exposed to a variety of risks because of its business activities, which could materialise in the form of harm to itself, its clients or the market in which the Firm operates. These risks include non-financial risk more prominently, and financial risk to a lower extent. In addition, Sustainability risk is also taken into consideration, however, not considered to be one individual risk type, but rather sustainability factors are drivers of other existing risk types.

The corporate risk profile is driven by various external and internal factors, including fiduciary risk. DWS fiduciary obligation is paramount for its assets under management and requires the Firm and its employees to put client interests first. This is achieved by risk managing the investment portfolios on behalf of its clients and by complying with regulatory requirements and contractual obligations.

There are two core principles that DWS and all of its legal entities, including the Firm, embrace in their risk management framework: (1) every employee needs to manage risk and is obliged to ensure that DWS and its Firms operate in the best interest of its clients, and (2) having strict segregation of duties enabling DWS to operate a control environment that is designed to protect the franchise, its clients, and its shareholders.

Risk governance principles

The way risk is managed by the Firm adheres to the DWS Risk Management Principles. These principles ensure that risk is managed in a comprehensive and consistent manner and in line with the defined risk appetite globally and locally.

These principles applied at UK level mean that:

- Core risk management responsibilities rest with the Firm's Board, who delegate risk monitoring and challenging to the DWS UK Board Risk Committee ("BRC")
- All material risks, including operational risk, reputational risk, strategic risk, financial risk, and sustainability risk, are managed via dedicated risk management processes
- Monitoring, stress testing tools and escalation processes are in place for key capital and liquidity thresholds and metrics, in line with FCA regulation, and the regulatory requirement to conduct an Internal Capital Adequacy and Risk Assessment process (ICARA)
- Systems, processes, and policies are critical components of DWS's risk management capability to facilitate a comprehensive view and articulate the underlying roles and responsibilities

— The Firm operates three lines of defense (“LoD”) risk management model:

- The DWS Divisions are the “owners” of the risks which are inherent to the processes and controls executed within the divisions (1LoD); hence they retain ultimate accountability for those risks.
- Oversight responsibility, including risk and control, challenge and advice, are with the independent risk oversight and Control Functions (2LoD).
- The Internal Audit function provides independent assurances on the control environment and its effectiveness (3LoD)

The Firm’s governance including Risk Management responsibilities are covered in Section 2 “IFPR Governance Arrangements (MIFIDPRU 8.3)”.

Internal Capital Adequacy and Risk Assessment (ICARA)

ICARA is an integral element of the wider Risk Management Framework for the Firm. It is facilitated by the Risk and Finance functions in DWS UK, with key contributions from senior management, COO teams in the business (“1LoD”), and relevant Control functions (“2LoD”).

The Board Risk Committee (“BRC”) review and endorse the ICARA methodology, and the Board, discuss, and approve the methodology, assumptions, and outcome as well as risk appetite and recovery planning proposals.

Risk management strategies and processes

In order to minimise potential harm, DWS manage the identification, assessment, and mitigation of key risks through internal management processes and the use of risk management tools at group level as well as at Firm level.

In addition to the above, external factors outside of DWS control can have a significant effect on the Firm’s financial profile and strategic plans. The potential impacts of these risks are analysed by stress testing and incorporated into the capital and liquidity adequacy assessment for the Firm.

Risk Appetite:

The Risk Appetite Statement for the Firm represents the overall written articulation of the level and types of risk that the entity is able and willing to assume in order to meet its strategic objectives. It includes a set of strategic risk objectives and risk limits, as per DWS Group risk appetite, and specific quantitative metrics for the entity, used to manage and monitor its risk profile. In order to determine the risk appetite, constraints are set, and escalation of breaches established.

The Board of DWS Investments UK review and approve its risk appetite at least annually with the aim of ensuring that it is consistent with its business, regulatory environment, and stakeholders’ requirements. Risk appetite metrics are monitored and reported via the DWS UK Board Risk Committee monthly.

Risk identification and assessment:

All risks are measured quantitatively and/or qualitatively, using approaches appropriate for the type and materiality of risk measured. Details on how this is done are explained in the section below under each main category of risk.

Risk mitigation and reporting:

Reporting on risk profile and metrics is provided monthly to the Board Risk Committee. If the reports indicate the potential for a breach or an actual breach from risk appetite, mitigation actions are defined for regular progress monitoring, and this is escalated to the relevant Board of Directors as necessary.

Strategic planning process:

An integrated strategic planning process which translates individual business line strategies and strategic decisions into forecasted future financial results is conducted annually. This is based on assumptions regarding the future development of the businesses, the market, and the main competitors. The outcome of this strategic planning process provides a view of the expected P&L development for the entity, with a 5- year planning horizon, which is key input for the capital and liquidity adequacy process for the entity.

Financial performance against Plan is monitored and reported via the DWS UK Board Risk Committee monthly.

Stress testing:

In addition to group wide stress testing performed on a regular basis, the Firm carries out a stress testing exercise of its most material risks on an annual basis.

For operational risk, idiosyncratic scenarios considered severe but plausible are identified, discussed and impact assessed with the business and the relevant Control Functions. Severity considers the potential impact or harm to DWS UK entities, clients, or

markets. For strategic / business risk, stress testing of the expected financial performance of the entity is performed by stressing selected parameters considered key contributors to the entities' revenue generation and associated costs profile.

Results of the stress testing exercise are considered for developing remedial measures and mitigation actions if deemed necessary, as well as for the capital adequacy process, to ensure sufficient capital is held against adverse circumstances that are outside the entities' direct control.

Risk Profile

The main risk driver based on the Firm's activities is non-financial risk, and in particular operational risk. Within operational risk, special focus is placed on duties to customers as well as on risks related to cyber security, technology, third party and business continuity. Reputational Risk and potential spill-over effects from DWS's fiduciary risks are also part of non-financial risks linked to the Firm's activities.

Financial risks such as market, credit or liquidity risk are less prominent for the Firm. Exposure to market risk is limited to non-trading foreign exchange risk. Exposure to credit risk is linked to the Firms' cash placed in other financial institutions, group inter-company exposures and from receivables for management fees. Exposure to liquidity risk is limited given the significant level of cash held by the entity to allow it to meet its short-term cash demands.

Overview of Risk types

Corporate Risk	Non-Financial Risk	Operational Risk	Anti Financial Crime ("AFC")
			Compliance (including duties to customers, conflicts, market participation, etc.)
			Information Security and Technology
			Transaction Processing
			Third Party
			Business Continuity
			Initiatives and Programmes
			Model Misuse
			Data Protection and Privacy
			Product Governance
			HR / Employment practices
			Accounting, Financial Reporting and Tax
			Data & Records management
			Legal & Governance
	Financial Risk	Reputational Risk	
		Credit Risk	
		Market Risk	
		Liquidity Risk	
Cross-risks	Enterprise Risk / Strategic Risk		
	Sustainability Risk		
	Model Risk		
Fiduciary Investment Risk	Market Risk		
	Liquidity Risk		
	Counterparty Risk		
	Valuation Risk		

Non-Financial Risk: The management of non-financial risks follows the 3 LoD approach with the aim of protecting DWS, and its Firms, its clients, and shareholders against risk of material financial, regulatory, or reputational damages. It seeks to ensure that the key non-financial risks are identified and addressed. Accountabilities regarding the management of non-financial risks are clearly assigned and risks are managed taking into consideration the long-term interest of the DWS franchise, its clients and its stakeholders.

Operational Risk: The DWS Operational Risk Management Framework provides a comprehensive approach across all three lines of defense for managing the key non-financial risks across the risk management lifecycle. The approach enables the Firm to determine its non-financial risk profile, to identify non-financial risk themes including emerging risks, and to define risk mitigating measures and priorities. Key concepts and processes for managing non-financial risks at the Firm are loss data collection, lessons learned, scenario analysis, risk remediation tracking, and risk and control assessments.

For the above, the Firm leverages DWS group processes and systems, combined with the expertise of UK dedicated Control Functions. The most material risks for the Firm are rated in terms of both the likelihood of their occurrence and the potential impact (severity).

Reputational Risk: DWS has a dedicated Reputational Risk Management Framework, which sets out the management and process, including roles and responsibilities to support employees in identifying, assessing, managing, and reporting reputational risk. The DWS Reputational Risk Committee takes preventive decisions on matters which might trigger reputational risk, in alignment with DWS risk appetite.

Financial Risk: The Firm is exposed to limited financial risk, including credit, market, and liquidity risk.

Credit Risk: DWS Investments UK Limited has limited credit risk exposure as the entity is not a credit institution and is not in the lending business. Its exposure to credit risk is mainly arising from:

1. Cash deposits placed with other financial institutions.
2. Group intercompany exposures (non-cash) with other Deutsche Bank entities including the DWS sub-group; and
3. Receivables from asset management and other fund related fees.

Regarding the Firm's own cash, this is deposited in at least two financial institutions in order to minimise concentration risk. The level of cash, elevated from the Firm's role as cash pool leader for the DWS entities in region, together with the level of diversification among the two financial institutions is monitored monthly and reported to the Board Risk Committee.

Market Risk: DWS Investments UK Limited has limited exposure to market risk and is mainly subject to non-trading foreign exchange risk related to the development of EUR-GBP and USD-GBP exchange rate, as DWS Investments UK Limited remuneration is based in the underlying fund currency with the associated fees receivable direct from the fund platforms or via transfer pricing arrangements with other DWS entities mostly in Luxembourg and Germany (EUR&USD).

An automated FX management solution was implemented during 2024, which monitors and quantifies the FX market risk of the balance sheet exposures on a daily basis, and facilitates the execution of hedge transactions including FX forwards.

Liquidity Risk: The Firm acts as the cash pool leader for the other Firms within the UK region and is exposed to limited liquidity risk given the significant level of cash held to allow it to meet its short-term cash demands. Cash processes for the entity are limited to the receipt and payment of fees, payment of vendor costs, payment of dividends, payment of inter-company cost re-charges as well as the associated interest on the cash pool arrangements.

In addition, the Firm is exposed to Strategic Risk and several cross-risk types.

Strategic Risk: The Firm assesses strategic / business risk through stress testing of the parameters that drive its revenue generation and associated cost profile. This is performed on an annual basis and is considered in the annual ICARA process, to ensure sufficient funds are held against adverse circumstances that are outside the entities' direct control.

Sustainability Risk: As seen in the above sections, DWS overall risk management and control framework covers three main areas: non-financial risks (operational and reputational risks), financial risks (including strategic risk), and fiduciary investment risks. Sustainability factors can impact all three of these risk areas.

Sustainability risk at DWS is defined as the potential material negative effect on its business model, strategy or targets, and particularly the impact on the value of an investment, induced by sustainability factors – defined as environmental, social and governance events or conditions, including physical and transitional climate factors. Adverse impacts to the environment or society are classified as negative, material or potentially material effects on sustainability factors that are directly related to actions made by DWS, its employees, investee companies within DWS portfolios or other related stakeholders.

The Firm leverages the DWS processes developed globally to manage Sustainability Risk. The DWS Policy on ESG Integration in the Risk Management Framework describes how sustainability risks, including climate risks and adverse impacts, are integrated into DWS risk management framework.

Model Risk: Model risk is the risk of adverse consequences from decisions based on incorrect and/or misused models. Model risk management is a core component of DWS risk management framework.

The Firm follows the DWS Model Risk Framework to identify, measure and mitigate model risk, including policies and key operating procedures with clear roles and responsibilities for key stakeholders across the model risk lifecycle.

Fiduciary Investment Risk: While non-financial and financial risk management are focusing on risk management for DWS and its Firms, the scope of fiduciary investment risk is the management of investment portfolios in accordance with DWS fiduciary and regulatory obligations. The investment funds risk framework, which covers regulatory, client specific and internal requirements is part of DWS control framework.

The Firm performs, for most of its AuM, portfolio management activities delegated by other Firms within DWS, who retain investment risk responsibilities. However, from a Firm's perspective and as outlined above, its non-financial risks include potential spill-over effects from DWS's fiduciary risks.

Assessment of risk management processes

The reliability and effectiveness of the internal control and risk management system at DWS are continually audited throughout the Group by the DWS Internal Audit department.

4 / Own Funds (MIFIDPRU 8.4)

Composition of regulatory Own Funds

The Own Funds of the Firm comprise exclusively of Common Equity Tier 1 ("CET 1"). This consists of fully issued ordinary shares, satisfying all criteria for a CET 1 instrument in accordance with the IFPR and qualifying reserves within Shareholder Equity. As at the end of 31 December 2024, the Firm has complied with the relevant regulatory capital obligations as outlined in the IFPR.

The Financial Statements for the year ended 31 December 2024 have been published with Companies House.

Composition of regulatory Own Funds

No.	Item	Amount (GBP thousands)	Sourced based on reference numbers/letters of the balance sheet in the audited financial statements
1	Own Funds	168,269	
2	Tier 1 capital	168,269	
3	Common equity Tier 1 capital	168,269	
4	Fully paid-up capital instruments	82,000	Note 11
5	Share premium	N/A	
6	Retained earnings	83,112	Statement of changes in equity
7	Accumulated other comprehensive income	N/A	
8	Other reserves	3,157	Note 12
9	Adjustments to CET1 due to prudential filters	N/A	
10	Other funds	N/A	
11	(-) Total deductions from common equity Tier 1	N/A	
12	CET1: Other capital elements, deduction and adjustments	N/A	
13	Additional Tier 1 capital	N/A	
14	Fully paid up, directly issued capital instruments	N/A	
15	Share premium	N/A	
16	(-) Total deductions from additional Tier 1	N/A	
17	Additional Tier 1: other capital elements, deductions and adjustments	N/A	
18	Tier 2 Capital	N/A	
19	Fully paid up, directly issued capital instruments	N/A	
20	Share premium	N/A	
21	(-) Total deductions from Tier 2	N/A	
22	Tier 2: Other capital elements, deductions and adjustments	N/A	

Reconciliation of regulatory Own Funds to balance sheet in the audited financial statements

The table below provides a reconciliation between Own Funds and the Balance Sheet as at 31 December 2024, where assets and liabilities have been identified by their respective classes. The information in the table below reflects the Balance Sheet in the audited financial statements.

Amount in GBP (thousands)	Balance sheet as in published/audited financial	Under regulatory scope of consolidation	Cross-reference to template OF1
As at period end	31 December 2024 (GBP thousands)		
Assets – Breakdown by asset classes according to the balance sheet in the audited financial statements			
1 Debtors	108,468		
2 Cash at bank	244,427		
Total assets	352,895		
Liabilities – Breakdown by liability classes according to the balance sheet in the audited financial statements			
1 Creditors: amounts falling due within one year	184,626		
Total liabilities	184,626		
Shareholders' equity			
1 Called up share capital	82,000		Item 4
2 Share based reserves	3,157		Item 8
3 Profit and loss account	83,112		Item 6
Total Shareholders' equity	168,269		Item 1, 9

Main features of own instruments

The table below provides information on the CET1 Instruments issued by the Firm.

Issuer	DWS Investments Limited
Public or private placement	Private
Instrument type	Ordinary share capital
Amount recognized in Audited Financial Statements (GPS thousands)	82,000
Issue price	£1
Accounting classification	Called up share capital

5 / Own Funds requirements (MIFIDPRU 8.5)

K- Factor requirement and fixed overheads requirement

The Firm is required to disclose the K-factor requirement (“KFR”) and the fixed overheads requirement (“FOR”) amounts in relation to its compliance with the Own Funds requirements (“OFR”) set out in MIFIDPRU 4.3. The amounts are presented in the table below.

Item	Amount (GBP thousands)
Σ K-AUM	28,198
Σ K-CMH	0
Σ K-ASA	0
Σ K-COH	0
Σ K-DTF	0
Σ K-NPR	0
Σ K-CMG	0
Σ K-TCD	0
Σ K-CON	0
FOR	46,259

Approach to assessing the adequacy of Own Funds

As a regulated entity the Firm must ensure it holds appropriate amount of Own Funds and liquid assets to meet its obligations. The Firm carries out an ICARA process to determine the adequate level of capital and liquidity resources, in accordance with the Overall Financial Adequacy Rule (“OFAR”), to ensure that:

- It is able to remain financially viable throughout the assessed timeframe, with the ability to address any material potential harm that may result from its ongoing activities;
- Can be wound down in an orderly manner, minimising harm to consumers or to other market participants, in case such a scenario materialised.

In order to identify the funds required to fund its ongoing business operations, the Firm assesses all material risks it is exposed to by assessing those in the base case and defined stress scenarios. On the latter, the Firm develops stress scenarios for operational risk as well as for strategic (business) risk.

In addition, a wind down analysis is performed, including scenario generation, identification of early warning indicators and governance to support timely decision making, estimation of wind-down cost and revenues, liquidity requirements and a high-level execution plan.

The methodology, assumptions and outcome of the ICARA process is reviewed, challenged and approved by the Board.

The Firm undertakes the ICARA exercise at least annually, or more frequently when there are material changes to its business activities, its operating model or its strategy. It is important to highlight that the ICARA process is an integral part of the Firm’s overall risk management framework, where risk, financial, capital and liquidity positions are regularly assessed, monitored, and reported via the DWS UK Board Risk Committee, which has delegated authority from the Board.

6 / Remuneration policy and practices (MIFIDPRU 8.6)

Remuneration policy and governance

The Firm is governed by the DWS-wide Compensation Policy that DWS KGaA has adopted for itself and all of its subsidiaries:

In line with the Group structure, committees have been set up to ensure the appropriateness of the compensation system and compliance with regulatory requirements on compensation and are responsible for reviewing it.

As such the DWS Compensation Committee was tasked by the DWS KGaA Executive Board with developing and designing sustainable compensation principles, making recommendations on overall compensation and ensuring appropriate governance and oversight with regard to compensation and benefits for DWS. In 2024, the DWS Compensation Committee membership comprised of the Chief Executive Officer, the Chief Financial Officer, the Chief Administrative Officer, the Head of Product Division, and the Global Head of Human Resource. The Head of Reward is a non-voting member.

Furthermore, the Remuneration and Personnel Committee was established to support the Supervisory Board of DWS KGaA in monitoring the appropriate structure of the remuneration systems for all DWS employees. This is done by testing the consistency of the remuneration strategy with the business and risk strategy and taking into account the effects of the remuneration system on DWS-wide risk, capital and liquidity management.

No external consultants have been used in the development of the remuneration policies and practices.

Compensation structure

Employee compensation consists of fixed and variable compensation.

Fixed compensation remunerates employees for their skills, experience and competencies, commensurate with the requirements, size and scope of their role. Fixed Pay consists of the base salary, regional allowances, or other allowances where applicable (e.g., car allowance, etc.).

Variable compensation has been used by DWS for many years to incentivise, reward and retain strongly performing employees and to thereby differentiate Total Compensation outcomes.

The compensation structures are designed not to provide incentives for excessive risk-taking but rather provide a mechanism to promote and support long-term performance of employees and DWS.

Variable compensation takes into account performance at DWS, divisional and individual level. Variable compensation generally consists of two elements – the “Franchise Component” and the “Individual Component”.

The Franchise Component is determined based upon the performance of three Key Performance Indicators at DWS level. For the performance year 2024 these were: Adjusted Cost Income Ratio, Long-term Net Flows and ESG metrics.

The Individual Component of variable compensation takes into account a number of financial and non-financial factors, relativities within the peer group, and retention considerations. Variable compensation can be reduced accordingly or cancelled completely in the event of negative performance contributions or misconduct. In principle, it is only granted and paid out if affordable for DWS.

Guaranteed variable compensation is not normally granted to employees. On an exceptional basis, guaranteed variable compensation can be granted to new hires but only during their first year of employment.

Severance payments

Severance payments are payments relating to the involuntary termination of an employment relationship. DWS's applies the DWS Termination and Rehire framework which ensures full alignment with the respective regulatory requirements, local labour law, including predetermined criteria for the determination of payments and maximum amounts, which can be amended from time to time in DWS's absolute discretion. Severance payments are determined in line with applicable policies and practice and subject to appropriate governance.

Identification of material risk takers

In accordance with the regulatory requirements, the Firm has identified Material Risk Takers ("MRTs"). The identification process was carried out in accordance with DWS's policies and is based on an assessment of the impact of the following categories of staff on the risk profile of the Group, the Firm and/or on assets it manages: DWS Board Members/Senior Management, Control Functions, voting members of a DWS Committee, individuals heading Portfolio Management, Coverage, Product Development, Outsourcing, Trading, Marketing and Human Resources.

Considering the DWS corporate structure, not all of these functions sit within the Firm but services are often provided by DWS employees employed outside of the Firm.

Determination of variable compensation and appropriate risk-adjustment

The total amount of variable compensation is subject to appropriate risk-adjustment measures which include ex-ante and ex-post risk adjustments. The robust methodology is designed to ensure that the determination of variable compensation reflects DWS's risk-adjusted performance as well as the capital and liquidity position.

A number of considerations are used in assessing the performance of the business units. Performance is assessed in the context of financial and non-financial targets based on balanced scorecards. The allocation of variable compensation to the infrastructure areas and in particular to the control functions depends on the overall results of DWS, but not on the results of the business areas they oversee.

Principles for determining variable compensation apply at individual employee level which detail the factors and metrics that must be taken into account when making individual variable compensation decisions. These include, for instance, investment performance, client retention, culture considerations, and objective setting and performance assessment based on the 'Total Performance' approach. Furthermore, any control function inputs and disciplinary sanctions and their impact on the variable compensation have to be considered as well.

The financial targets are subject to appropriate risk adjustment, in particular by referencing the degree of future potential risks to which DWS may be exposed, and the amount of capital required to absorb severe unexpected losses arising from these risks. For the DWS Infrastructure functions, in particular the Control Functions, the performance assessment is based on the achievement of cost and control targets.

Ex post risk adjustment of variable compensation: Performance conditions and forfeiture provisions are key elements of DWS deferred compensation structures and support the alignment of awards with future conduct and performance whilst also allowing for an appropriate back-testing of the initial performance assessment. Performance conditions critically contribute to effectively enforcing a sound risk culture, a primary objective of DWS's compensation strategy.

Consistent with past practice, all employees who receive deferred awards are subject to possible forfeiture of all or a portion of unvested/undelivered awards. In conjunction with the scope of the risk adjustment measures, the duration for which the performance conditions and forfeiture provisions are applicable is equally important and is reflected in the application of such conditions up to the vesting and/or delivery of awards.

Performance conditions and forfeiture provisions are reviewed on an annual basis and with reference to any change in regulatory requirements. These conditions and provisions include:

- DWS Performance Conditions: DWS Profit before Tax, DWS Group Economic Capital Surplus, DWS Group Common Equity Tier 1 Capital, DWS Stressed Liquidity;
- Forfeiture (Malus) Conditions in particular: Inaccurate Performance Measures; Breach of Policy, Laws, or Regulations; Control Failures; Regulatory Requirements; Significant Adverse Event
- Claw back (for Material Risk Takers only): in case of significant loss or material regulatory sanction or failure to comply with appropriate standards of conduct.

DWS' core elements of variable compensation

Both the Franchise and the Individual Components of variable compensation may be awarded in cash, share-based or fund-based instruments under the DWS deferral arrangements.

DWS has determined that for MRTs with variable compensation at or above GBP 167,000 (and exceeding one third of total compensation) at least 40% to 60% of their variable compensation must be granted under deferral arrangements subject to a deferral period of at least 3 years. At least 50% of all deferred and all non-deferred variable compensation for MRTs shall consist of share-linked or fund-linked instruments. The instruments shall be subject to an appropriate retention period which DWS has determined to be 6 months for IFPR MRTs, following the vesting of each tranche.

6 individuals were identified as MRTs according to IFPR for financial year 2024 ².

Quantitative disclosures

Aggregate remuneration for 2024 performance year – all staff ²

in GBP thousands (unless stated otherwise) ¹	Senior management and other Risk Takers ²	Other staff	All staff
Number of MRTs	4	-	4
Fixed pay	1,702	11,754	13,456
Variable pay	1,404	5,254	6,658
Total compensation	3,106	17,008	20,114

Notes

¹ The table may contain marginal rounding differences.

² Headcount as of December 31, 2024 where 4 individuals were identified as MRTs (6 individuals throughout the year as MRTs during the relevant period under IFPR)

³ Aggregate information for senior management and other material risk takers provided only, in accordance with the exemption under MIFIDPRU 8.6.8, as a break-down of that information could otherwise lead to individual identification of an MRT.

Components of 2024 variable compensation

in GBP in thousands (unless stated otherwise) ¹	Senior management and other Risk Takers ²
Number of MRTs	4
of which: cash-based	757
of which: deferred	353
of which: shares or equivalent ownership interests	0
of which: deferred	0
of which: share-linked instruments or equivalent non-cash instruments	647

of which: deferred	353
of which: other instruments	0
of which: deferred	0
of which: other forms	0
of which: deferred	0
Total Variable Pay	1,404

Notes

¹ The table may contain marginal rounding differences; Headcount as of December 31, 2024.

² Aggregate information for senior management and other material risk takers provided only, in accordance with the exemption under MIFIDPRU 8.6.8, as a break-down of that information could otherwise lead to individual identification of an MRT.

Guaranteed variable remuneration and severance payments 2024

in GBP in thousands (unless stated otherwise) ¹	Senior management	Other risk taker	Total
Guaranteed variable remuneration awards			
Number of MRTs	0	0	0
Total amount	0	0	0
Of which: paid during financial year			
Severance payments awarded in previous periods, paid out during financial year			
Number of MRTs	0	0	0
Total amount	0	0	0
Severance payments awarded during financial year	0	0	0

Notes

¹ The table may contain marginal rounding differences; Headcount as of December 31, 2024.

Deferred remuneration awarded for previous performance periods

in GBP in thousands (unless stated otherwise) ¹	Due to vest in the financial year	Vesting in subsequent financial years	Total	Amount of performance adjustment made in the financial year to deferred remuneration that was due to vest in the financial year	Amount of deferred remuneration due to vest in the financial year that was paid out during the financial year
Senior management and other Risk Takers²					
Cash-based	91	211	302	0	91
Shares or equivalent ownership interests	0	0	0	0	0
Share-linked instruments or equivalent non-cash instruments	149	340	489	0	44
Other instruments	0	0	0	0	0
Other forms	109	290	399	0	109
Total	349	841	1,190	0	245

Notes

¹ The table may contain marginal rounding differences; Headcount as of December 31, 2024.

² Aggregate information for senior management and other material risk takers provided only, in accordance with the exemption under MIFIDPRU 8.6.8, as a break-down of that information could otherwise lead to individual identification of an MRT.

Exemptions

In accordance with MIFIDPRU 8.6.8 (7) the following disclosure exemptions have been applied:

- Aggregate information for senior management and other material risk takers is provided only as a break-down of that information could otherwise lead to individual identification of an MRT.
- The requirements under MIFIDPRU 8.6.8 (6) (d) have not been included within this Disclosure to prevent the individual identification of an MRT or any information that could be associated with a particular MRT.

In accordance with SYSC 19G.5.9, DWS applies an exemption in any particular year in respect of any MRT whose total annual variable remuneration is £167,000 or less and is not more than 1/3 of total annual remuneration.

