

CAPZA

Statement on principal adverse impacts of investment decisions on sustainability factors

Regulation (EU) 2019/2088

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Financial market participant: CAPZA (LEI 969500H6SRUN2J11QM66).

A. Summary

CAPZA (LEI 969500H6SRUN2J11QM66) considers principal adverse impacts of its investment decisions on sustainability factors. The present statement is the consolidated statement on principal adverse impacts on sustainability factors of CAPZA.

This statement on principal adverse impacts on sustainability factors covers the reference period from 1 January to 31 December 2022.

The potential investments are assessed using a scoring grid that includes Principal Adverse Impact ("PAI") indicators. CAPZA has defined threshold for PAI indicators. These thresholds are periodically reviewed to take into account best practices established by the market. CAPZA considers the 14 mandatory and 2 additional PAI.

If the PAI indicators of the potential investment respect the forementioned thresholds, the investment is considered as not significantly harming any other sustainable investment objectives. In case of a negative Principal Adverse Impact ("PAI") identified for a potential investment, a clear and credible roadmap to limit or suppress this adverse impact needs to be integrated in the documentation of the transaction, to be considered not significantly harming any other sustainable investment objectives.

For Equity investments, third-party Due Diligence is systematically conducted if a potential investment's undertaking belongs to a High Impact Sector (Climate¹, Biodiversity², or Social³), or if the PAI thresholds are not respected. In other cases, internal Due Diligence is conducted. The Due Diligence defines areas to be monitored and improved during the period of detention and best effort to build a sustainability roadmap. Best efforts are consequently made to structure a sustainability driven transaction with the definition of the mechanisms and calendar.

For Debt investments, internal Due Diligence is systematically conducted. The Due Diligence defines areas to be monitored and improved during the period of detention and best efforts to build a sustainability roadmap. Best efforts are consequently made to structure a sustainability driven transaction with the definition of the mechanisms and calendar.

Furthermore, when the Investment is made, the underlying asset is assessed against the PAIs on an annual basis.

The data concerning those PAI indicators are disclosed by the portfolio companies and are gathered in the ESG report.

CAPZA aligns its consideration of the PAI of its investment decisions with the goals of the Paris Agreement, by regularly evaluating the climate-change risk of its portfolio as part of its annual ESG assessment. The Paris Agreement aims to limit global temperature increases to "well below" 2 degrees Celsius above pre-industrial levels and to strive for a 1.5 degree increase this century.

CAPZA is a signatory of UN Principles for Responsible Investment (PRI) since 2011, of the France Invest charter for Diversity and Value Sharing, and of the International Climate Initiative.

The Management Company considers the 14 mandatory and 2 additional PAI.

Mandatory PAI:

1. GHG emissions
2. Carbon footprint
3. GHG intensity of investee companies

¹ As defined in the Regulation (EU) 2022/1288: NACE codes A to H, and L.

² As defined by the FFA, based on the ENCORE framework: NACE codes A to F, H, I, and L.

³ NACE code Q.

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4. Exposure to companies active in the fossil fuel sector
5. Share of non-renewable energy consumption and production
6. Energy consumption intensity per high impact climate sector
7. Activities negatively affecting biodiversity-sensitive areas
8. Emissions to water
9. Hazardous waste and radioactive waste ratio
10. Violations of UN Global Compact principles and OECD Guidelines for Multinational Enterprises
11. Lack of processes and compliance mechanisms to monitor compliance with UN Global Compact principles and OECD Guidelines for Multinational Enterprises
12. Unadjusted gender pay gap
13. Board gender diversity
14. Exposure to controversial weapons

Additional PAI:

1. Investments in companies producing chemicals (Indicator 9, Table 2)
2. Rate of accidents (Indicator 2, Table 3)

B. Description of the principal adverse impacts on sustainability factors

INDICATORS APPLICABLE TO INVESTMENTS IN INVESTEE COMPANIES							
CLIMATE AND OTHER ENVIRONMENT-RELATED INDICATORS							
Adverse Sustainability Indicator	Metric	Impact	Coverage	Impact 2021	Coverage 2021	Explanation	Actions taken
Greenhouse Gas Emissions							
1.	GHG Emissions	Scope 1 GHG emissions	20162 tCO2e	63%	Information on impact compared to previous year will be reported by 30 June 2024, and continuously on an annual basis.	Explanation of difference in impact reported will be published by 30 June 2023, and continuously on an annual basis.	CAPZA is committed to achieving carbon neutrality by 2050 with an alignment on a 1.5°C emissions trajectory, compatible with the Paris Agreements. This commitment is materialized through an intermediary objective of 70% AuM in Equity and 50% AuM in Debt on a net zero trajectory by 2030.
		Scope 2 GHG emissions	8 443 tCO2e	61%			
		Scope 3 GHG emissions	303 219 tCO2e	53%			
		Total GHG emissions	326 691 tCO2e	52%			
2.	Carbon Footprint	Carbon Footprint	146,19 tCO2e/M€	52%	CAPZA has launched two funds in 2022 with decarbonization in line with the Paris Agreements as part of their investment strategy : MAIF Dette à Impact Environmental and Flex Equity Mid-Market II.	We offer customized tools and solutions to help portfolio companies measure their carbon footprint, through three levers. 1) Transactional lever : it allows to put GHG emissions reduction on the agenda of negotiations with management before the investment and to ensure an alignment of interests in the transaction 2) Operational lever : linked to our	
3.	GHG intensity of investee company	GHG Intensity of investee companies	217,61 tCO2e/M€	52%			
4.	Exposure to companies active in the fossil fuel sector	Share of investments in companies active in the fossil fuel sector	0%	100%			
5.	Share of non-renewable energy consumption and production	Share of non-renewable energy consumption and production	Consumption : 80% Production : 3%	Consumption : 72% Production : 48%			
6.	Energy consumption intensity per high impact climate sector	NACE Code A (Agriculture, Forestry and Fishing)	0 GWh/M€	0%			
		NACE Code B (Mining and Quarrying)	0 GWh/M€	0%			

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7.	Activities negatively affecting biodiversity-sensitive areas	Share of investments in investee companies with sites/operations located in or near to biodiversity sensitive areas where activities of those investee companies negatively affect those areas	0%	51%			<p>CAPZA measures the impacts of its investments on biodiversity - as well as the dependencies - by using the ENCORE biodiversity framework and leveraging yearly collected environmental metrics.</p> <p>We have also implemented the AXA Altitude tool which enhances our biodiversity impact assessments.</p> <p>We help our portfolio companies to implement responsible sourcing policies in order to raise awareness of declining biodiversity. We provide them with examples of sustainable procurement policies to facilitate the implementation of these new practices.</p>
Water							
8.	Emissions to water	Tonnes of emissions to water generated by investee companies per million EUR invested, expressed as a weighted average	0,07 t/M€	61%			<p>We have chosen water as the primary focus of our biodiversity strategy. In particular, we are committed to ensuring that 100% of companies operating in water-stressed areas implement water-saving solutions by 2025.</p>
Waste							
9.	Hazardous waste ratio	Tonnes of hazardous waste generated by investee companies per million EUR invested, expressed as a weighted average	0,25 t/M€	52%			<p>In relation with our biodiversity commitments, we aim to improve the data quality and completion rate of this indicator.</p>
SOCIAL AND EMPLOYEE, RESPECT FOR HUMAN RIGHTS, ANTI-CORRUPTION AND ANTI-BRIBERY MATTERS							
Social and employee matters							

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10.	Violations of UN Global Compact principles and Organisation for Economic Cooperation and Development (OECD) Guidelines for Multinational Enterprises	Share of investments in investee companies that have been involved in violations of the UNGC principles or OECD Guidelines for Multinational Enterprises	0%	68%		We adhere to and promote the respect of OECD guidelines for Multinational Enterprises, and our goal is that investee companies put in place the necessary processes to ensure the respect of these norms.
11.	Lack of processes and compliance mechanisms to monitor compliance with UN Global Compact principles and OECD Guidelines for Multinational Enterprises	Share of investments in investee companies without policies to monitor compliance with the UNGC principles or OECD Guidelines for Multinational Enterprises or grievance /complaints handling mechanisms to address violations of the UNGC principles or OECD Guidelines for Multinational Enterprises	59%	73%		
12.	Unadjusted gender pay gap	Average unadjusted gender pay gap of investee companies	18%	49%		CAPZA promotes inclusion and diversity. In this context, gender diversity is an important part of our strategy.
13.	Board gender diversity	Average ratio of female to male board members in investee companies	14%	74%		As part of our strategy, we aim to promote and increase board diversity within 2 years after investing for equity investments. We aim to improve the data quality and completion rate of these indicators.

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14.	Exposure to controversial weapons (anti-personnel mines, cluster munitions, chemical weapons and biological weapons)	Share of investments in investee companies involved in the manufacture or selling of controversial weapons	0%	100%			Controversial weapons are part of CAPZA's exclusion policy.
INDICATORS APPLICABLE TO INVESTMENTS IN SOVEREIGNS AND SUPRANATIONALS							
Environmental							
15.	GHG Intensity	GHG intensity of investee countries	0			No underlying investments in this asset class	No underlying investments in this asset class
Social							
16.	Investee countries subject to social violations	Number of investee countries subject to social violations (absolute number), as referred to in international treaties and conventions, United Nations principles and, where applicable, national law	0			No underlying investments in this asset class	No underlying investments in this asset class
		Number of investee countries subject to social violations (relative number divided by all investee countries), as referred to in international treaties and conventions, United Nations principles and,	0			No underlying investments in this asset class	No underlying investments in this asset class

		where applicable, national law					
INDICATORS APPLICABLE TO INVESTMENTS IN REAL ESTATE ASSETS							
Fossil Fuels							
17.	Exposure to fossil fuels through real estate assets	Share of investments in real estate assets involved in the extraction, storage, transport or manufacture of fossil fuels	0			No underlying investments in this asset class	No underlying investments in this asset class
Energy efficiency							
18.	Exposure to energy-inefficient real estate assets	Share of investments in energy-inefficient real estate assets	0			No underlying investments in this asset class	No underlying investments in this asset class

C. Other indicators for principal adverse impacts on sustainability factors

Additional climate and other environment-related indicators							
INDICATORS APPLICABLE TO INVESTMENTS IN INVESTEE COMPANIES							
Adverse Sustainability Indicator	Metric	Impact	Coverage	Impact 2021	Coverage 2021	Explanation	Actions taken
Water, waste, and material emissions							
9.	Investments in companies producing chemicals	Share of investments in investee companies the activities of which fall under Division 20.2 of Annex I to Regulation (EC) No 1893/2006	0%	100%	Information on impact compared to previous year will be reported by 30 June 2024, and continuously on an annual basis.	Explanation of difference in impact reported will be published by 30 June 2023, and continuously on an annual basis.	Pesticides and agro-chemicals have the potential to contaminate groundwater and freshwater supplies. Therefore, as part of our biodiversity commitments and our focus on water, we have chosen to monitor this indicator.
Additional indicators for social and employee, respect for human rights, anti-corruption and anti-bribery matters							
INDICATORS APPLICABLE TO INVESTMENTS IN INVESTEE COMPANIES							
Adverse Sustainability Indicator	Metric	Impact	Coverage	Impact 2021	Coverage 2021	Explanation	Actions taken
Social and employee matters							
2.	Rate of accidents	Rate of accidents in investee companies expressed as a weighted average	0,12	64%			Promoting inclusion in our portfolio companies is part of CAPZA's sustainability strategy. We believe that inclusive workplaces should prioritize employee well-being, which includes both physical and mental health. Therefore, we have chosen to monitor and reduce this indicator as part of our efforts.

D. Description of policies to identify and prioritize principal adverse impacts on sustainability factors

Description of the policies and responsibilities of implementation

CAPZA (LEI 969500H6SRUN2J11QM66) considers principal adverse impacts of its investment decisions on sustainability factors, both at entity level and at product level, including Article 6 funds.

Our policies for identifying and prioritizing the principal adverse impacts on sustainability factors, the way they are maintained and applied, and the division of responsibilities for their implementation are described throughout this section, complementary information is also available in our SFDR information document available on our website and updated on June 1, 2023.

PAIs are an integral part of our sustainability policy. They are managed through our investment and risk management policy (in the pre-investment, holding and exit phases), monitored via our ESG governance, are the subject of commitments, as described in the following section, and are integrated into our policies for alignment with international climate and biodiversity objectives.

Through the lifecycle of the financial product, CAPZA monitors the PAI, through internal and external control mechanisms as laid out in CAPZA's ESG Procedure.

The potential investments are assessed using a scoring grid that includes Principal Adverse Impact ("PAI") indicators. CAPZA has defined threshold for PAI indicators. These thresholds are periodically reviewed to take into account best practices established by the market. CAPZA considers the 14 mandatory and 2 additional PAI.

If the PAI indicators of the potential investment respect the forementioned thresholds, the investment is considered as not significantly harming any other sustainable investment objectives. In case of a negative Principal Adverse Impact ("PAI") identified for a potential investment, a clear and credible roadmap to limit or suppress this adverse impact needs to be integrated in the documentation of the transaction, to be considered not significantly harming any other sustainable investment objectives.

For Equity investments, third-party Due Diligence is systematically conducted if a potential investment's undertaking belongs to a High Impact Sector (Climate⁴, Biodiversity⁵, or Social⁶), or if the PAI thresholds are not respected. In other cases, internal Due Diligence is conducted. The Due Diligence defines areas to be monitored and improved during the period of detention and best effort to build a sustainability roadmap. Best efforts are consequently made to structure a sustainability driven transaction with the definition of the mechanisms and calendar.

For Debt investments, internal Due Diligence is systematically conducted by deal teams with the help of the Sustainability team. The Due Diligence defines areas to be monitored and improved during the period of detention and best efforts to build a sustainability roadmap. Best efforts are consequently made to structure a sustainability driven transaction with the definition of the mechanisms and calendar.

Furthermore, when the Investment is made, the underlying asset is assessed against the PAIs on an annual basis.

PAI data is systematically collected. We prioritize PAIs relating to our three main objectives, namely:

- Combating climate change;
- Contributing to the preservation and restoration of biodiversity;
- Promoting diversity and inclusion.

⁴ As defined in the Regulation (EU) 2022/1288: NACE codes A to H, and L.

⁵ As defined by the FFA, based on the ENCORE framework: NACE codes A to F, H, I, and L.

⁶ NACE code Q.

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During the annual reporting period, which runs from December to the end of March, CAPZA and Sirsa, our service provider, collect the responses to the ESG questionnaire completed by each of the holdings, before analyzing the responses and producing ESG reports, which highlight potential principal adverse impacts. ESG committees held with the presence of Sustainability and Investment teams, as well as Sirsa, allow for discussions of actions and priorities to ameliorate PAIs.

During the holding period, at least two "Bilateral ESG Reviews" per year are organized with the portfolio company, in addition to the board meetings. First, in March or April, Sirsa conducts an interview with the management of each portfolio company to ensure a good understanding of the company's context, the consistency and reliability of the PAI data, the ESG issues and the company's level of maturity. Later in June, CAPZA and Sirsa share the results of the ESG and PAI analysis with the company and discuss relevant actions for the coming year.

The annual questionnaire and ESG review are a good opportunity to establish a constructive dialogue with the management company and to measure progress against the sustainability roadmap. Finally, exceeding a threshold set for a given PAI and participation leads us to prioritize, on a case-by-case basis, an action on the PAI in question.

The Compliance and Sustainability teams ensure that ESG processes, including principal adverse impacts processes, are correctly applied within CAPZA. Thus, compliance verification is articulated at several levels. The purpose of the checks carried out by the Compliance team is to ensure that the ESG compliance processes are effective and comply with the applicable legal and regulatory requirements. They also ensure that the investments are ESG compliant and that the ESG performance of investments is adequately monitored and reported. Finally, these audits help to build investor confidence in the Fund and its responsible management of ESG issues.

Data sources and limitations

PAI data is collected via our service provider SIRSA.

CAPZA uses a combination of actual data directly from Portfolio Companies, third party data providers, research and information obtained through questionnaires provided by various stakeholders.

Sustainability criteria are determined either based on actual data collected through questionnaires (such as GHG emissions, EPC performance, gender pay gap...) or from third party data providers in cases where actual data is not available.

CAPZA performs quality control of the actual data obtained through questionnaires, in addition to the automatic checks performed by the data collection system.

These methodologies and data sources may be subject to change to reflect, but not be limited to, improvements in, for example, data availability and reliability, or changes in regulation or other external frameworks or initiatives.

CAPZA relies on ESG information and data collected directly from Portfolio Companies as well as from third party data providers. These data are not yet systematically published by the issuers, may be incomplete and, once published, may follow different methodologies. CAPZA may change third party data providers at any time and at its own discretion. These changes may result in changes in the data used for the same instruments or investments in the future.

However, CAPZA carries out reviews on the data or methodologies of the third party suppliers, used in the framework of monitoring PAI that it considers.

E. Engagement policies

Our engagement and voting policies aim to support holdings in making progress on all ESG aspects, in particular those we have identified as priorities, i.e.:

- Combating climate change, with a commitment to achieving climate neutrality by 2050;
- Preserving and restoring biodiversity

- Diversity and inclusion, notably through the pursuit of parity and the development of a value-sharing mechanism.

We also engage companies on issues deemed material, on a case-by-case basis.

1) Scope and objectives of our engagement policy

i) Cross-functional engagement policy

Our engagement policy is based above all on ongoing dialogue and the building of a relationship of trust with our portfolio companies.

Once the quality of the data has been verified and the annual report has been submitted, an annual ESG meeting is organized with the company's management and a member of the investment team.

The elements of this ESG report are also used by CAPZA's investment teams, who are responsible for discussing these ESG issues at the Supervisory Board or Board of Directors meetings of portfolio companies.

To support companies in their sustainable transformation, CAPZA teams can also provide access to useful resources and external experts.

Finally, we take care to animate our community of companies through events such as sustainability trophies, lunches and meetings between ESG managers from different companies.

ii) Climate-specific engagement policy

We have developed a specific climate engagement policy.

When we represent a significant part of the balance sheet, we have several tools at our disposal to accelerate the environmental and social transition of our companies. These levers can be activated to varying degrees depending on our position: majority shareholder, minority shareholder, unitranche lender, pool of lenders. They can be grouped into three categories:

- The transactional lever enables us to put sustainability on the agenda for negotiations with management prior to investment, and to ensure alignment of interests in the drafting of transaction documentation on the subject;
- The operational lever, linked to our position in corporate governance, enables us to play an active role in supporting companies about sustainability, presenting them with pragmatic and effective solutions for delivering their roadmap.
- The financing lever consists of informing companies about the support and subsidies they can take advantage of to finance and accelerate the implementation of their decarbonization roadmap.

Our shareholder engagement policy is set out in greater detail in our dedicated document.

2) Presentation of our voting policy

Aligning the financial and non-financial performance of our investments is one of the key principles of our policy.

In order to raise companies' awareness of extra-financial issues, we ensure that major ESG issues are discussed annually by the committees of the management bodies.

Our voting policy is systematically applied as soon as our shareholding reaches 5%, and we are committed to actively monitoring our voting policy.

As we are generally the reference (and/or majority) shareholder, we are consulted ahead of the general meetings of our portfolio companies. This is why our votes are exclusively positive.

You can find the annual report on our voting policy on our website.

3) Assessment of our engagement strategy

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The response rate to our ESG questionnaires was 78% (87/111). We were able to organize Sirsa calls with 67% of them (58/87).

4) Assessment of voting policy, particularly regarding ESG resolutions

As previously explained, as we are generally the reference shareholder, we are consulted ahead of General Meetings on the content of resolutions put to the vote. We therefore have the opportunity to reach agreement with our shareholders on the content of these resolutions. As a result, our positive voting rate is 100%.

To date, we have not had to vote on any climate-related resolutions tabled by other shareholders.

5) Investment strategy and sectoral disengagement

We do not have the option of divesting our debt financing as part of our engagement policy.

For equity investments, we apply an escalation policy in the event of a deviation. If we have the possibility of selling our shares in a company, we do not apply an escalation policy.

Nevertheless, we also engage companies on a case-by-case basis, on all material subjects. All PAIs are therefore subject to engagement.

F. References to international standards

Through its ESG policy, in particular the due diligence carried out, and its exclusion policy, CAPZA complies with codes of conduct relating to responsible corporate behavior and internationally recognized standards of due diligence and disclosure. We have been a UN PRI signatory since 2011.

As part of the PRI, we track our share of investments in companies:

- Which have been involved in violations of the principles of the UN Global Compact or the OECD Guidelines for Multinational Enterprises;
- Which do not have a policy for monitoring compliance with the principles of the UN Global Compact or the OECD Guidelines for Multinational Enterprises, or mechanisms for handling complaints or disputes to remedy such violations.

CAPZA aligns its consideration of the PAI of its investment decisions with the goals of the Paris Agreement, by regularly evaluating the climate-change impact of its portfolio as part of its annual ESG assessment. The Paris Agreement aims to limit global temperature increases to "well below" 2 degrees Celsius above pre-industrial levels and to strive for a 1.5 degree increase this century.

G. Historical comparison

As this is our first report on PAI, we cannot provide a historical comparison. Information on impact compared to previous year will be reported by 30 June 2024, and continuously on an annual basis.

CAPZA

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