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# ESG investment policy

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## a) Summary

palero considers itself to be an Article 8-type fund under the SFDR, meaning that the Fund promotes, amongst other characteristics, environmental and/or social characteristics and that the companies in which investments are made follow good corporate governance practices.

### **No sustainable investment objective**

The Fund promotes environmental or social characteristics but does not have sustainable investments as its objective.

### **Environmental or social characteristics of the financial product**

The Fund may invest in both economic activities that promote environmental or social characteristics or a combination of those characteristics. The Fund will, in whole or in part, invest in companies that are committed to contributing to social or environmental characteristics. Further, the Fund will not make direct investments in companies in certain sectors which are excluded based on the Fund's Exclusion Criteria (as defined below).

### **Investment strategy**

The Financial Product will target a diversified portfolio of profitable companies whose businesses do not lie in consumer-related industries, financial services, entertainment, pharma, biotech, real estate, or ESG-critical industries.

### **Proportion of investments**

The Fund does not commit to making sustainable investments or investments that qualify as environmentally sustainable under the EU Taxonomy regulation.



## **Monitoring of environmental or social characteristics**

The main aspects of the Fund's applied monitoring routines are:

- Active engagement with portfolio companies; and
- Regular monitoring of the portfolio companies' relating to e.g. sustainability risks, the proportion of portfolio companies engaged in such activities/sectors that should be excluded based on the Exclusion Criteria, and the proportion of portfolio companies contributing to UN Sustainable Development Goals (SDGs).

The environmental and social characteristics of all existing investments are reviewed at least annually.

## **Methodologies, data sources and processing, and limitations to methodologies and data**

To measure the attainment of the promoted environmental and social characteristics, the Fund monitors and measures the share of its portfolio companies engaged in activities/sectors that should be excluded based on the Exclusion Criteria. The share of such investments shall at all times be 0%.

Further, the Fund monitors and measures the proportion of its portfolio companies contributing to a UN SDG, broken down per relevant SDG. In order to measure how the environmental or social characteristics are met during the holding period, the Fund consults with portfolio companies at regular intervals and carries out further checks to identify potential issues.

Data sources are both direct information from the portfolio companies and outside partners where relevant. The Fund continuously assesses data sources for improved data quality.



As the Fund's investments are generally long-term partnerships, the Fund considers it a priority to establish and maintain a trustful working relationship with its portfolio companies to ensure compliance with the environmental or social characteristics promoted by the Fund. There are further limitations to the data and methodologies, for instance, due to data being partially estimated or the availability of adequate non-financial information.

### **Due diligence**

The Fund conducts due diligence to evaluate all potential investments against the Fund's investment strategy as well as the Exclusion Criteria and positive screening criteria. During the due diligence, the Fund also ensures that potential investments follow good governance practices in relation to sound management structures, employee relations, staff remuneration, and tax compliance before making an investment. Companies that do not meet the Exclusion Criteria or good governance practices are not considered qualified for investment.

### **Engagement policies**

The Fund encourages its portfolio companies to conduct regular ESG training and to consider principal adverse impacts on a voluntary basis and to improve their ESG efforts. Portfolio companies are encouraged and expected to include ESG in their strategic agenda. Individual ESG policies will be adopted by the Board of Directors for each portfolio company. Further, the Fund expects the portfolio companies to adopt a Code of Conduct and adhere to the 10 principles of the UN Global Compact.

### **Designated reference benchmark**

No reference benchmark has been designated for the purpose of attaining the environmental or social characteristics promoted by the Fund.



**b) No sustainable investment objective**

This financial product promotes environmental or social characteristics but does not have sustainable investments as its objective.

**c) Environmental or social characteristics of the Fund**

The Fund may invest in both economic activities that promote environmental or social characteristics or a combination of those characteristics. The Fund promotes social and environmental characteristics by implementing certain value-based exclusion criteria as set out in the Investment strategy section below (the "Exclusion Criteria").

Additionally, the Fund promotes social and environmental characteristics through the application of positive screening criteria in its investment process. The Fund will, in whole or in part, invest in companies that are committed to contributing to social or environmental characteristics.

**d) Investment strategy**

The Financial Product will target a diversified portfolio of profitable companies whose businesses do not lie in consumer-related industries, financial services, entertainment, pharma, biotech, real estate, or ESG-critical industries.

For a more detailed description of the investment strategy, please reach out to the Fund.

**Exclusion Criteria**

The Financial Product minimizes ESG-related risks by avoiding direct investments in certain industry sectors that are considered incompatible with ESG values.



Excluded sectors include:

- Production of or trade in controversial weapons
- Tobacco
- Gambling
- Pornography and/or prostitution

Before investing, the Fund ensures that target companies have good governance practices regarding sound management structures, employee relations, staff remuneration, and tax compliance. This is primarily ensured through the due diligence process, where the Fund's advisors report on issues relating to the target company's management structures, employee relations, remuneration, and tax compliance.

**e) Proportion of investments**

The Fund does not commit to invest in any sustainable investment within the meaning of the SFDR. The Fund expects that it will be possible to pursue the environmental or social characteristics promoted by the Fund in its investments; however, in circumstances where there is inadequate non-financial information relating to the target investment, it may not be possible to fully pursue the environmental or social characteristics in all cases. Nonetheless, the Fund undertakes that its investments will be aligned to one or more of the environmental and social characteristics promoted by the Fund.



**Does this financial product have a sustainable investment objective?**

☒ ☒ ☐ **Yes**

☒ ☐ ☒ **No**

☐ It will make a minimum of sustainable investments with an environmental objective: \_\_\_\_%

☐ in economic activities that qualify as environmentally sustainable under the EU Taxonomy

☐ in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy

☐ It will make a minimum of sustainable investments with a social objective: \_\_\_\_%

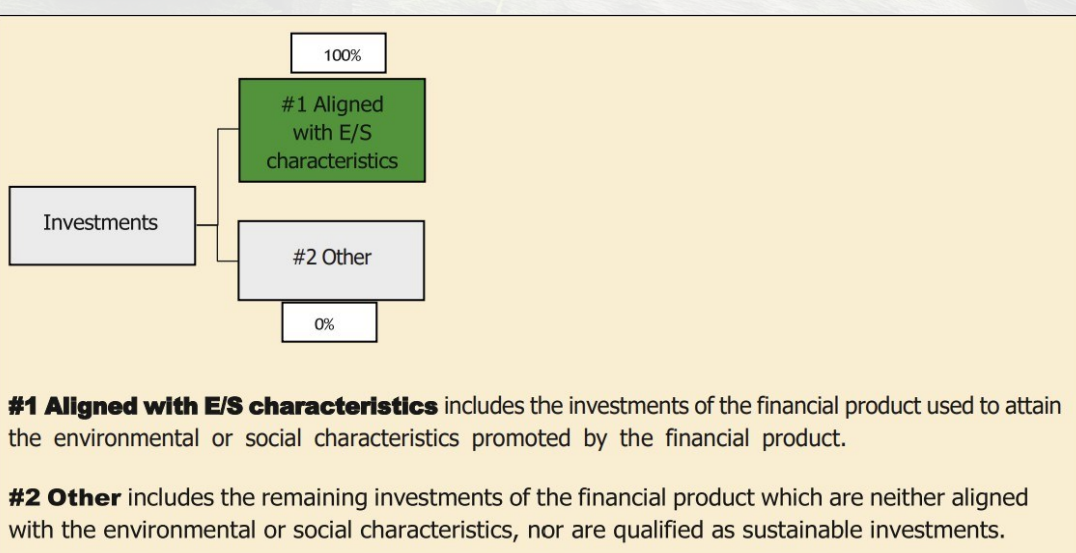
☐ It promotes Environmental/Social (E/S) characteristics and while it does not have as its objective a sustainable investment, it will have a minimum proportion of \_\_\_\_% of sustainable investments

☐ with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy

☐ with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy

☐ with a social objective

☒ It promotes E/S characteristics, but **will not make any sustainable investments**





"Other" investments are at 0%. The Fund does not intend to make any portfolio company investments which are not aligned with any of its promoted environmental and/or social characteristics. The minimum share of Taxonomy-aligned investments is 0%. The reason is that the Fund does not only promote environmental but also social characteristics, meaning that the Fund may at times hold investments which only promote social characteristics. Additionally, the Fund does not consider it possible at this stage to verify the taxonomy alignment of the companies in which the Fund will invest.

***The two graphs below show in green the minimum percentage of investments that are aligned with the EU Taxonomy. As there is no appropriate methodology to determine the Taxonomy-alignment of sovereign bonds\*, the first graph shows the Taxonomy alignment in relation to all the investments of the financial product including sovereign bonds, while the second graph shows the Taxonomy alignment only in relation to the investments of the financial product other than sovereign bonds.***

1. Taxonomy-alignment of investments including sovereign bonds\*

■ Taxonomy-aligned  
■ Other investments



2. Taxonomy-alignment of investments excluding sovereign bonds\*

■ Taxonomy-aligned  
■ Other investments



**\* For the purpose of these graphs, 'sovereign bonds' consist of all sovereign exposures**



The two graphs below show in green the minimum percentage of investments that are aligned with the EU Taxonomy. As there is no appropriate methodology to determine the Taxonomy-alignment of sovereign bonds, the first graph shows the Taxonomy alignment in relation to all the investments of the financial product including sovereign bonds, while the second graph shows the Taxonomy alignment only in relation to the investments of the financial product other than sovereign bonds.

Graph 1: Taxonomy-alignment of investments including sovereign bonds

Graph 2: Taxonomy-alignment of investments excluding sovereign bonds

#2 Other

#1 Aligned with E/S characteristics includes the investments of the financial product used to attain the environmental or social characteristics promoted by the financial product.

#### **f) Monitoring of environmental or social characteristics**

The Fund integrates ESG in all phases of its operations, from sourcing and pre-investment due diligence through active ownership to exit. The Fund's portfolio companies are key in creating long-term value through business-driven sustainability work.

As an active owner, the Fund will generally vote on all matters at the general meetings. The Fund endeavors to always exercise its voting rights in the best interests of the Fund and the investors and in accordance with the investment objectives of the Fund.

All employees of the Fund are expected to adhere to the values and high standards of ethical business conduct as outlined in the Fund's Code of Conduct. The Fund will at all times act as a responsible owner. The Fund will provide clear instructions on its expectations for sustainable practices and appropriate ESG standards to the Board of Directors in the portfolio companies. Further, the Fund



provides the portfolio companies with guidance and knowledge-sharing opportunities regarding ESG management. Companies are introduced to the Fund's approach to ESG during onboarding and strategy development.

In order to measure how the environmental or social characteristics are met during the holding period, the Fund consults with the portfolio companies at regular intervals and will carry out further checks to identify potential issues with such characteristics. Once an asset has been acquired, the Fund monitors sustainability risks, the proportion of portfolio companies engaged in activities/sectors that should be excluded based on the Exclusion Criteria, and the proportion of portfolio companies contributing to UN SDGs on a regular basis.

Based on the results of the above assessments, the Fund identifies whether the environmental or social characteristics promoted by the Fund are met.

The environmental and social characteristics of all existing investments are reviewed at least annually to examine how the portfolio companies are performing in relation to the investment objectives of the Fund. Investments that fail to achieve a satisfactory outcome are more extensively monitored. The Fund shall work actively and systematically to influence the portfolio companies through, for instance, offering advice to their founders and/or management teams. Where needed, the Fund will prepare action plans in order to enhance portfolio companies' ESG work. Active influence also entails influencing the companies to adopt, implement and monitor internal policies on how to achieve the environmental and social characteristics promoted by the Fund.

#### **g) Methodologies**

As set out above, the Fund promotes social and environmental characteristics through the application of certain Exclusion Criteria and positive screening criteria. To measure the attainment of the promoted characteristics through the



application of Exclusion Criteria, the Fund monitors and measures the proportion of its portfolio companies engaged in such activities/sectors that should be excluded based on the Exclusion Criteria. As set out in the Fund's investment agreement, the Fund may not invest in such excluded sectors that are covered by Exclusion Criteria and the share of such investments shall thus be 0% at all times.

The framework used by the Fund to assess the attainment of the promoted environmental and social characteristics through the application of positive screening criteria is the 17 UN SDGs. The UN SDGs are also used to define the relevant problem. During its holding period, the Fund monitors and measures the proportion of its portfolio companies contributing to a UN SDG, broken down per relevant SDG. The Fund considers its portfolio companies' contribution towards sector and subsector relevant SDGs and the assessment includes the consideration of the portfolio companies' historical and likely future performance with respect to the relevant SDGs.

Sustainability standards that the Fund seeks guidance from include primarily:

- Sustainability KPIs: The UN Sustainable Development Goals(SDG)
- Principles for responsible investing: UN PRI
- Responsible business initiative: The UN Global Compact
- Sustainability reporting standard: the Global reporting Initiative (GRI) standard.

Further, the Fund encourages portfolio companies to employ KPIs that are relevant to the sector in which the portfolio company operates, utilizing the UN SDGs. KPIs that the Fund expects all portfolio companies to follow are "Carbon intensity" and "Gender Equality".

Based on the results of the above assessments, the Fund identifies whether the environmental or social characteristics promoted by the Fund are met.



## **h) Data sources and processing**

The Board of Directors of each portfolio company is responsible for setting and monitoring the ESG strategy, KPIs and targets together with the Fund. The management team in each portfolio company is responsible for implementing the ESG strategy, KPIs and targets and to report to the Board of Directors on the performance. The employee at the Fund responsible for the respective portfolio company is responsible for ensuring that the Board has the capabilities to set a strategy, KPIs and goals to meet the ESG requirements. In order to measure how the environmental or social characteristics are met during the holding period, the Fund consults with the portfolio companies in regular intervals, at least annually, and will carry out further checks in order to identify potential issues with such characteristics. Hence, data is obtained primarily from the portfolio companies. An internal or external review or verification of the information obtained will be carried out if misrepresentations are suspected. The results of the data obtained are considered in connection with the investment decision and, for existing portfolio companies, any following decisions. The Fund requires the portfolio companies to answer certain qualitative questions for the Fund to understand in what areas each portfolio company needs support in relation to ESG performance, e.g. in relation to governance, sustainability risks and the contribution to UN SDGs. Data relating to the environmental and/or social characteristics of the Fund are not always verified but rather estimated.

## **i) Limitations to methodologies and data**

As the Fund's investments are generally long-term partnerships, the Fund considers it a priority to establish and maintain a trustful working relationship with its portfolio companies in order to ensure compliance with the environmental or social characteristics promoted by the Fund. It is possible that this trust-based approach may entail that some inaccuracies will remain undetected, or will be detected at a later stage. However, the Fund considers it unlikely that the isolated provision of incorrect information from a portfolio



company would result in non-compliance with the Fund's promotion of environmental and social characteristics. Further, certain information may be collected using automatic systems and/or software and is in such cases dependent on such systems/software functioning. There are further limitations to the data and methodologies, for instance due to data potentially being partially estimated and self-reported by the portfolio companies. There could also be circumstances where there is inadequate non-financial information relating to target investments or portfolio companies and it could thus be hard to determine the promotion of environmental or social characteristics. This being said, the Fund believes that the use of consistent and validated methodologies as well as working with reputable advisors provides confidence in the data presented.

**j) Due diligence**

The Fund performs ESG related due diligence ahead of any new investment and incorporates relevant ESG factors in the evaluation criteria to measure risks and opportunities and how potential risks can be mitigated. The outcome of the due diligence is documented in the investment recommendations to the Fund's investment committee.

The Fund's investment strategy is implemented in the investment process on a continuous basis. Every investment opportunity will be tested against the Fund's investment strategy, including the Exclusion Criteria and the positive screening criteria, as part of the due diligence prior to any investment made by the Fund. The Fund shall not make any investment in an entity if the Fund is aware (based on its ordinary course due diligence), prior to completing such investment, that the relevant entity is engaged in activities covered by the Exclusion Criteria.

When selecting a potential investment, the Fund considers such investment's contribution towards sector and subsector-relevant SDGs as well as the investee company's corporate governance, labor and supply chain practices. As stated above, the Fund's assessment as to whether an investment contributes towards the relevant SDGs will include the consideration of each investee company's



historical and likely future performance with respect to such SDG.

Further, before investing, the Fund ensures that target companies have good governance practices regarding sound management structures, employee relations, staff remuneration and tax compliance. This is primarily ensured through the due diligence process, where the Fund's legal advisors report on issues relating to the target company's management structures, employee relations, remuneration and tax compliance.

In addition to the above, prior to any investment decisions being made, the Fund undertakes a process to identify material risks, including sustainability risks such as environmental, social or governance risks, associated with a proposed investment. An assessment of these risks form part of the Fund's overall investment analysis. The Fund assesses the identified risks alongside other relevant factors set out in the investment proposal. During this process, sustainability risks are identified and assessed using the same process as is applied to other relevant risks affecting the Fund.

If sustainability risks are identified, this may lead to the abortion of the investment in case risks cannot be adequately managed or mitigated through appropriate measures.

**k) Engagement policies**

The Fund encourages its portfolio companies to conduct regular ESG trainings and to consider principal adverse impacts on a voluntary basis and to improve their ESG efforts. Portfolio companies are encouraged and expected to include ESG in their strategic agenda. Furthermore, Individual ESG policies will be adopted by the Board of Directors for the each portfolio company.



The Fund expect the portfolio companies to:

- adopt a Code of Conduct, with relevant policies according to sector, for example an environmental policy, health and safety policy, sustainable procurement policy etc. The Fund also expects the portfolio companies to train their employees on their Codes of Conduct, and to set up a whistleblowing channel for reporting unethical behavior.
- adhere to the 10 principles of the UN Global Compact. The four themes (Human Rights, Labor, Environment and Anti-Corruption) should be integrated into the Codes of Conduct of the portfolio companies.
- where necessary, detect and mitigate ESG supply chain risks, emphasizing on suppliers in high-risk countries and sectors. Further, the Fund encourages portfolio companies to:
  - sign the UN Global Compact.
  - employ Key Performance Indicators (KPIs) that are relevant to the sector in which the portfolio company operates, utilizing the UN SDGs. KPIs that the Fund expects all portfolio companies to follow are:
    - o Carbon intensity (related to UN SDG "Climate action"), and
    - o Gender Equality (according to UN SDG).
- link company management remuneration to ESG targets.

#### I) **Designated reference benchmark**

No reference benchmark has been designated for the purpose of attaining the environmental or social characteristics promoted by the Fund.



**Addendum:**

No consideration of principal adverse impacts on sustainability factors at the date of this disclosure, the Fund does not consider principle adverse impacts of its investment decisions since it considers that non-financial information is currently not available in a satisfactory quantity and quality to adequately monitor the adverse impacts of its investment decisions. The Fund continues to closely monitor the evolution of the market and regulatory landscape in relation to consideration of adverse impacts on sustainability factors. Whether the Fund will consider principal adverse impacts on sustainability factors will be assessed at least annually the Fund.