

Policy of Responsible Investment

including policy on integration of sustainability risks for the purposes of Art 3 of EU Sustainable Finance Disclosure Regulation (“SFDR”)

Internal/External	Internal External subject to NDA External (DDQ/On-site visit)	<input type="checkbox"/> <input type="checkbox"/> <input checked="" type="checkbox"/>
Funds/Mandate Concerned	Firm Wide Funds	<input checked="" type="checkbox"/> <input checked="" type="checkbox"/>

Version	Date	Reason for Change/Approval by
1.0	31 December 2017	Creation of document
2.0	28 February 2018	Sign off by the Board of Directors
3.0	30 October 2019	Minor updates and New Firm Template
4.0	November 2020	Sustainability related disclosure
4.1	9 December 2020	Approval by CCP and CIM Lux Boards
4.2	22 February 2021	Go-Live Date

1. Introduction

Chenavari Credit Partners LLP and its affiliate, Chenavari Investment Managers (Luxembourg) Sarl, (“Chenavari” or the “Firm”) jointly represent an asset management firm specialising in European credit across segments such as corporate and financial bonds, structured products, and private credit origination. At Chenavari, investing means generating long-term value for the Firm’s clients by focusing on the upside potential as well as the downside risk.

In keeping with the Firm’s investment philosophy which is not purely focussing on one segment in perpetuity, but also on navigating the investment opportunities driven by parameters including underlying credit risk (and non-credit risk) as well as overall risk-adjusted relative value, the Firm recognises the importance of sustainability, namely Environmental, Social and Governance (“ESG”) considerations for its investment decisions and active ownership practices. ESG matters can both drive financial outperformance and help identify risks which could negatively impact investments. As such, the Firm intends to integrate sustainability factors¹ into its investment decision-making process and stewardship practices in accordance with and to the extent described in this policy. The Firm believes that company behaviour and the appropriate management of risk exposures are drivers of long-term performance.

The EU Sustainable Finance Disclosure Regulation (“SFDR”) requires certain entities of Firm to make public and client-facing disclosures on sustainability matters. Section 4 of this document sets out the Firm’s policies in respect of the integration of sustainability risks in our investment decision-making process, as required by Article 3 SFDR.

This Policy is intended to set out basic principles and guidelines as well as to promote and enhance the Firm’s culture of responsible investing. As such, the Policy should not be read as an exhaustive document prescribing all the ESG issues and opportunities.

2. Governance & Implementation

Chenavari’s Business Committee has appointed an ESG Committee to assist in managing matters relating to sustainability, such as overseeing the development of the Firm’s ESG strategy and associated policies for responsible investment and corporate social responsibility. Furthermore, the Committee ensures that Chenavari’s investment professionals receive periodic training pertaining to ESG.

Chenavari facilitates the integration of sustainability risks² into the Firm’s investment decision-making process via its Investment Committee and/or through implementation into its Risk Management Framework, depending on the investment strategy. Section 4 of this document sets out the Firm’s policies in respect of the integration of sustainability risks in our investment decision-making process, as required by Article 3 of SFDR.

Article 4 of SFDR requires firms to disclose whether they consider the adverse impacts of investment decisions on

¹ ‘Sustainability factors’ mean environmental, social and employee matters, respect for human rights, anti-corruption and anti-bribery matters.

² ‘Sustainability risk’ means an environmental, social or governance event or condition that, if it occurs, could cause an actual or a potential material negative impact on the value of the investment.

sustainability factors. The Firm does not currently have a formal policy and process for considering such adverse impacts although may from time to time do so in its discretion. The Firm is separately publishing a public statement to explain our decision not to implement such arrangements.

Chenavari will look to develop due diligence mechanisms to assess the principal adverse impacts of investment decisions on sustainability factors. However, given the nature and scale of Chenavari's investment activities as well as the products that the Firm makes available, this effort will evolve over time, in line with market practice.

3. ESG Exclusion Principles

As of the Go-Live Date, the Firm adopts a series of exclusion principles for all future investments, across its three business lines: Tradable Credit, Private Credit and Leveraged Finance.

Chenavari excludes instruments issued by companies who match below descriptions. Chenavari's proprietary list of excluded instruments will be determined and maintained by the ESG Committee, who seeks to align to best practice standards in the responsible investment community. The ESG Committee will ensure that the list is updated on a regular basis (i.e. at least quarterly) and that it is available upon request.

- Companies with more than 30% of their revenues directly derived from thermal coal mining or the generation of electricity using coal. When applying the revenue threshold, attention will be paid to forward-looking plans from the entities in question to reduce their dependency on thermal coal operations over time. Instruments, such as green bonds, issued by said companies that facilitate a transition to a more sustainable business model are not under the scope of this exclusion
- Companies whose principal business is directly derived from:
 - the production of or trade in controversial weapons (including anti-personnel landmines, cluster weapons, nuclear weapons, and chemical and biological weapons), or
 - the manufacturing of tobacco products.
- Companies which are known to be involved in the trade of products, services or activities involving pornography or prostitution, human trafficking, sexual violence against women, forced labour or child labour as defined by the International Labour Organisation (ILO) conventions, severe environmental damage, gross corruption, including extortion and bribery.

The exclusion principles do not apply to investments in standardized index or basket products such as CLO tranches as well as indirect exposures, including but not limited to bank capital solutions transactions.

For complex situations, the deal teams may refer to the ESG Committee, which takes decisions on a case-by-case basis.

4. ESG Integration into the Investment Process

(incl. policy on integration of sustainability risks for the purposes of Art 3 of SFDR)

The following section sets out the Firm's policy in respect of the integration of sustainability risks in our investment decision-making process as of the Go-Live Date, as required by Article 3 SFDR. Under SFDR, "sustainability risk" means an environmental, social or governance event or condition that, if it occurs, could cause an actual or a

potential material negative impact on the value of an investment. This section of the Policy therefore approaches sustainability risk from the perspective of the risk that ESG events might cause a material negative impact on the value of our Clients' investments. For the purposes of SFDR, sustainability risk is not concerned with the risk of harm that our investment decisions may do externally to sustainability factors.

In recent years, the industry has become more aware of methodologies for incorporating sustainability risk into investment research and decision-making. The Firm acknowledges these developments and seeks to refine its process in this area. As such, Chenavari is continuing to develop its policies and procedures to assist the pre-investment analysis as well as monitoring of relevant sustainability risks during the investment period. The Firm uses a variety of information sources to collect sustainability risk data but, as debt provider, Chenavari recognises different limitations than a private equity investor acquiring a controlling stake in a company.

Chenavari will look to integrate sustainability risks into the following investment strategies, as further described below:

- **Private Credit, Leveraged Finance and other Illiquid Opportunities**

- For private debt investments, ESG research notes are systematically incorporated in individual issuer summaries, or similar documents. When reviewing any investment opportunity, the deal team will consider the environmental, social or governance event(s) or condition(s) that could cause an actual or potential material negative impact on the value of the investment, and will discuss such sustainability risks as a standard item during Investment Committee meetings. Sustainability risks identified during the pre-investment due diligence process will be included in a one-page summary and presented to the Investment Committee. The way ESG information and research is incorporated into investment decisions is duly recorded.
- For investments which consist of loan portfolios (including bank capital solutions transactions, consumer debt and specialty finance), where practicable and material, sustainability risks will be assessed at the originator's level. Chenavari will seek to engage with counterparties to understand how they integrate sustainability factors and how they take sustainability risks into account in their origination due diligence process.
- For specific illiquid opportunities where Chenavari is a majority shareholder, formal meetings involving both portfolio managers and analysts may be held with investee companies. In addition to financial and strategic considerations, the discussion will cover a wide range of investment-related topics including, but not limited to, sustainability factors. Meetings may be supplemented by further due diligence such as written correspondence, ad hoc calls, as well as discussions with advisers. If utilising third party research or solicited advice, ESG considerations will often be included into the due diligence documentation.
- Ultimate responsibility for assessing sustainability risks for any potential transaction lies with the deal teams. Deal teams can draw on the experience and advisory capability of the ESG Committee.

- **Tradable Credit**

- For Corporate Credit and Financials, the Firm may reference research from external ESG rating agencies to help identify, understand, and integrate sustainability risks in the credit analysts' approach. Where available and used, ESG ratings will be included in analyst research notes and sustainability risks will be considered in the investment decision-making process. The nature of

Chenavari's business implies that for certain investment opportunities, ESG ratings might not be available. In this instance, the Firm will, at a minimum, apply the exclusion principles and perform a controversy scan on a best-efforts basis. The Firm may utilise other third-party providers to aid in the due diligence screening and vetting process where there is limited public information available. These entities may include intelligence groups, negative-screening platforms, and seasoned due diligence providers.

- For CLO investments, Chenavari will engage with CLO managers to understand how they integrate sustainability factors and how they take sustainability risks into account in their investment process. Chenavari will assess the CLO managers' implementation of ESG policies and/or negative screening criteria and will develop a methodology to assess each counterparty's ESG performance.
- For Convexity strategies, which employ the trading of well-diversified and standardised credit indices, in whole or in tranches thereof, the Firm has limited ability to integrate ESG criteria. However, Chenavari follows market developments such as new products which can offer more insight into sustainability risks.

The ESG Committee will oversee the implementation of the ESG integration approach and will monitor the progress made.

While the Firm's deal teams are provided with information on sustainability risks and are encouraged to take sustainability risks into account when making an investment decision, sustainability risk would not by itself prevent the Firm from making any investment. Instead, sustainability risk forms part of the overall risk management processes, and is one of many risks which may, depending on the specific investment opportunity, be relevant to a determination of risk.

SFDR requires that the Firm must publish on our website information about our policy on integration of sustainability risks. The Firm satisfies this requirement by disclosing this policy itself on our website.

SFDR also requires that the Firm must include, in the pre-contractual disclosures for our financial products, a description of the manner in which sustainability risks are integrated into our investment decisions. The Firm satisfies this requirement by disclosing a separate summary of this policy in pre-contractual disclosures. For these purposes, "pre-contractual disclosures" means the prospectus or offering document for a fund, and the investment management agreement or other terms and conditions for a portfolio management service.

5. Voting

Chenavari considers corporate governance and the exercise of voting rights as an important aspect of the investment decision process and governance within the Firm on behalf of clients. Chenavari's overarching principle is that proxy votes should be cast in a way designed to ensure that proxies are voted in the best interests of clients. Voting decisions are made on a case by case basis by an assessment of the matter at hand and after taking into consideration the likely effect on the performance of the portfolio or fund. There may be circumstances where Chenavari believes it is in the best interests of clients to vote in a manner which may differ to the general consensus of the market or industry convention at the time. Resolutions involving contentious issues will be dealt with thoroughly and thoughtfully and in the best interests of clients. For further information, please refer to Chenavari's Proxy Voting Policy.

6. Reporting

Over time, Chenavari will seek to build reporting on the Firm's responsible investing activities detailing the progress made in further developing its approach to ESG integration.

7. Status of this document

This policy is published for information purposes only. In the event of any inconsistency between this policy and the terms of any agreement between the Firm and any of its clients, such other document shall prevail. This policy may be changed without notice, save as may be required by law or regulation. No person should take (or refrain from taking) any action as a result of this policy. To the maximum extent permitted by law, no liability is accepted by the Firm in respect of this policy.

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U.S. Persons who are (a) "accredited investors" as defined in Rule 501 of Regulation D promulgated under the U.S. Securities Act and (b) "qualified purchasers" within the meaning of Section 2(a)(51) of the Investment Company Act. Except as otherwise disclosed in a fund's prospectus, its interests have not been registered for distribution in any other jurisdiction.

In Switzerland, the Fund is considered foreign investment schemes pursuant to Art. 119 of the Swiss Federal Collective Investment Schemes Act (CISA). No application has been submitted to the Federal Financial Market Supervisory Authority (FINMA) to obtain approval within the meaning of Art. 120 CISA to offer or distribute the investment in or from Switzerland to "Non-Qualified Investors", and no other steps have been taken in this direction. Consequently, investors do not benefit from the specific investor protection and/or FINMA supervision pursuant to the CISA and its implementing ordinances.

Any offer or sale must therefore be in strict compliance with Swiss law, and in particular with the provisions of the Collective Investment Schemes Act and its implementing ordinances, and FINMA circular 2013/9 on distribution of collective investment schemes. No person or entity is authorized to offer or sell the Shares or distribute any Fund Documentation, including the Prospectus, the Articles of Incorporation and annual reports issued by the Fund from time to time or promotional material pertaining to the Fund in or from Switzerland other than to "Qualified Investors", as defined in Article 10 of the CISA and Articles 6 and 6a of the CISO and any circulars issued by FINMA.

The investment vehicles have appointed as Swiss Representative Oligo Swiss Fund Services SA, Av. Villamont 17, 1005 Lausanne, Switzerland, Tel: +41 21 311 17 77, email: The Fund's paying agent is Banque Cantonale de Genève. Any Fund Documentation may be obtained free of charge from the Swiss Representative in Lausanne. In respect of the shares or units distributed in or from Switzerland, the place of performance and jurisdiction is at the registered office of the Swiss Representative.

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