

GEMCORP CAPITAL MANAGEMENT LIMITED

Responsible Investment Policy

March 2025

1. ABOUT GEMCORP

Gemcorp Capital Management Limited (“GCML”, “the Firm” or “Gemcorp”) was founded in 2014 as an independent investment management firm focused on emerging markets (“EM”).

Responsible Investment Mission Statement

Gemcorp’s mission is to drive growth and positive change in EM by integrating environmental, social and governance principles into its investment processes. The Firm aims to foster economic development, enhance social well-being and protect the environment through responsible and innovative financial solutions.

Responsible Investment Vision Statement

The Firm’s vision is to be a leading force in EM finance, seeking to empower communities and businesses to thrive alongside Gemcorp’s investment activity. The Firm aspires to create a future where its investments not only generate financial returns but also contribute to sustainable development, working towards a better world for generations to come.

2. GEMCORP INVESTMENT STRATEGIES

The Firm focuses on origination, structuring and investing in innovative and bespoke credit and trade finance transactions, including opportunistic credit positions. Gemcorp’s capabilities include direct lending, including selective private equity, trade finance and co-investments and the Firm targets investments across emerging markets.

3. ENVIRONMENTAL, SOCIAL AND GOVERNANCE

As part of its wish to invest responsibly and manage environmental, social and governance (“ESG”) factors throughout the investment lifecycle, Gemcorp works to:

Management System

- Establish and maintain an Environmental and Social Management System (“ESMS”) covering the Firm’s investments. The ESMS is in development and is being designed to include a description of how ESG risks are managed, together with tools and templates for utilization at different stages of the investment cycle;

Investment Process and Approval

- Integrate ESG factors into investment analysis, decision-making, and monitoring processes;
- Ensure that no prohibited or excluded activities are financed by Gemcorp or its investees as stipulated in the Gemcorp Exclusion List (Annex A);
- Evaluate ESG risk exposures and assign appropriate risk categorisations;
- Assess ESG risks of potential projects, as may be triggered by such project’s products/services and/or business model;
- Identify mitigation measures to avoid or reduce adverse ESG impacts to a risk level acceptable to Gemcorp;
- Include findings and recommendations from the Firm’s ESG due diligence (“DD”) as a key factor in Investment Committee (“IC”) decision making;

Investment Agreement

- Agree an ESG Action Plan with project participants (as applicable), including measures to enhance the project's operations and risk management, appropriate to the nature and scale of operations, and commensurate with the associated ESG risk;
- Integrate specific ESG provisions and/or mechanisms into the contractual framework with project participants;

Monitoring and reporting

- Drive improvement in ESG performance through on-going monitoring, evaluation, and reporting against ESG requirements;
- Seek appropriate ESG disclosures by project participants and provide periodic disclosure of Gemcorp's ESG work to investors and other relevant stakeholders;

Resources

- Ensure that necessary resources are allocated to the Firm's ESG work to ensure adequate implementation and management of ESG objectives;

Stakeholder engagement

- Develop effective stakeholder engagement to support a Firm-wide culture of transparency, accountability, feedback, learning and ongoing improvement in relation to ESG topics; and

Policy review

- Periodically review this Policy and associated ESMS to ensure relevance and alignment with Gemcorp's investment strategies and emerging ESG best practices.

Gemcorp seeks to align its investment activities with the following responsible investment standards:

- Applicable national environmental and social laws and regulations;
- International Finance Corporation ("IFC") Performance Standards on Environmental and Social Sustainability;
- World Bank general and relevant sector-specific Environmental, Health and Safety ("EHS") Guidelines;
- The Organization for Economic Cooperation and Development ("OECD") Guidelines for Multinational Enterprises on Responsible Business Conduct;
- International Labour Organisation ("ILO") Conventions;
- Equator Principles ("EP"); and
- United Nations ("UN") Guiding Principles on Business and Human Rights ("UNGP"s)

In addition, Gemcorp has been a signatory of the UN Principles of Responsible Investment ("UNPRI") since 1 April 2021.

Given that Gemcorp's influence varies with each project, the Firm seeks to manage each project's ESG-related risks and opportunities to align with responsible investment standards. In cases where project participants may be in non-compliance with agreed ESG requirements, the Firm works to bring them back into compliance.

4. RESPONSIBLE INVESTMENT IN THE INVESTMENT PROCESS

The Firm aims to introduce a comprehensive ESG management process into all stages of the Firm's investment process across its business, as illustrated in Figure 1 below.

Figure 1: Gemcorp Responsible Investment Process

Investment Stage	ESG Action	Private Equity	Private Credit	Trade Finance
Initial Screening	Screening against exclusions Assess 'red flags'	✓	✓	✓
Term Sheet Negotiation				
Screening	Detailed screening Risk categorisation	✓	✓	✓
Engagement Committee ("EC") Decision				
Due Diligence	Detailed ESG DD process Environmental and Social Impact Assessment ("ESIA") for high-ESG-risk investments Engage external advisors as needed	✓	✓	✓
Investment Committee ("IC") Decision				
Investment Agreement	Include ESG-related conditions precedent/subsequent where relevant Include ESG-related contractual provisions where appropriate: standard, sector-specific and investment-specific	✓	✓	✓
Ownership and Monitoring	Site visits Supporting, advising and capacity-building with project participants Monitoring and reviewing implementation of ESG requirements (including ESG Action Plans where relevant)	✓	✓ Where possible and relevant, particularly for long-term credit and large ticket sizes	✗ Unlikely, given the nature of trade finance, although there may be instances where some monitoring is possible
Exit	Reporting on performance	✓	Where possible and relevant	Where possible and relevant

5. ROLES AND RESPONSIBILITIES

All Employees must play their part in implementing the requirements of this Policy as relevant to their areas of engagement within the Firm.

The Firm is of the view that a robust management structure is essential for creating a sustainability culture. In such context, the following bodies and areas of the Firm hold specific roles relating to responsible investment:

- **GCML Board of Directors:** Responsible for strategic guidance on responsible investment matters and sustainability issues generally, as well as for reviewing and approving this Policy and updates to it.
- **Management Committee:** Available for guidance on sustainability initiatives, and responsible for reviewing and approving this Policy and updates to it following its submission by the Sustainability Team.
- **Sustainability Team:** Led by the Head of Sustainability, owns this Policy and responsible for establishing the approach to be followed by the Firm, working with the Investment Team to integrate the requirements of this Policy into the Firm's investment practices and to provide oversight and technical support for such integration.
- **Investment Team:** Responsible for working with the Sustainability Team to integrate responsible investment practices into its investment approach, from the initial Engagement Committee stage to the Investment Committee stage and throughout the investment cycle.
- **Investment Committee:** Responsible for working with the Investment Team and the Sustainability Team to oversee that responsible investment practices are being integrated into the Firm's investment approach from the EC and IC stage and throughout the investment cycle.

6. REPORTING

Gemcorp is able to provide reporting relating to its responsible investing activities to the extent practicable and as may be required from time to time by relevant stakeholders.

7. TRAINING & AWARENESS

Given the ever-evolving nature of the Responsible Investment space, the Firm actively looks for opportunities to continue building its internal capabilities and skills in this area. Gemcorp provides staff with training on ESG topics and encourages its staff to participate in relevant industry working groups and to attend seminars and conferences on associated topics.

8. REVIEW AND UPDATE

Gemcorp will review and update this Policy on at least an annual basis, and wherever practicable in line with developments in local and international responsible investment good practice.

9. CONTACT INFORMATION

For any questions in relation to this Policy, please contact investor@gemcorp.net.

Annex A: Gemcorp ESG Exclusion List

Gemcorp implements conduct and product-based exclusions across its investments, as set out below.

For all investments, Gemcorp will not invest in the following sectors and activities, in accordance with the IFC Exclusion List (the primary list, as well as lists for financial intermediaries and trade finance) together with selected applicable laws, directives and international conventions:

- Production or trade in any product or activity deemed illegal under host country laws or regulations or international conventions and agreements, or subject to international bans, such as pharmaceuticals, pesticides/herbicides, ozone depleting substances, polychlorinated biphenyls ("PCB"s), wildlife or products regulated under the Convention on International Trade in Endangered Species of Wild Fauna and Flora ("CITES")
- Production or trade in weapons and munitions¹
- Production or trade in alcoholic beverages¹
- Production or trade in tobacco¹
- Gambling, casinos and equivalent enterprises¹
- Production or trade in radioactive materials. This does not apply to the purchase of medical equipment, quality control (measurement) equipment and any equipment where IFC considers the radioactive source to be trivial and/or adequately shielded
- Production or trade in unbonded asbestos fibres. This does not apply to purchase and use of bonded asbestos cement sheeting where the asbestos content is less than 20%
- Drift net fishing in the marine environment using nets in excess of 2.5 km in length
- Production or activities involving harmful or exploitative forms of forced labour²/harmful child labour.³
- Commercial logging operations for use in primary tropical moist forest.
- Production or trade in wood or other forestry products other than from sustainably managed forests.

Footnotes

1. This does not apply to project sponsors who are not substantially involved in these activities. "Not substantially involved" means that the activity concerned is ancillary to a project sponsor's primary operations.

2. Forced labour means all work or service, not voluntarily performed, that is extracted from an individual under threat of force or penalty.

3. Harmful child labour means the employment of children that is economically exploitive, or is likely to be hazardous to, or to interfere with, the child's education, or to be harmful to the child's health, or physical, mental, spiritual, moral or social development.

Gemcorp's ESG Exclusion List is maintained by the Sustainability Team, which reviews it with the Investment Team and, if any changes are planned, with the Management Committee, on an annual basis; including more frequently where for example a specific event may suggest an out-of-cycle review.