

**Transparency of the promotion of environmental or social characteristics and of sustainable investments on websites (Regulation (EU) 2019/2088)**

Product name	Legal entity identifier
Benedict Renewable Investments S.à r.l. SICAV-RAIF	254900UDS1BN7N0F4Q53
European Diversified Infrastructure Fund FCP-SIF	222100D6IJOL25B4TS19
European Diversified Infrastructure German Feeder Fund SCA, SICAV-SIF	254900PA54CLA6K7QB70
European Diversified Infrastructure Feeder Fund II SCA, SICAV-SIF	254900VFPT1X8C7COI90
European Diversified Infrastructure Fund II SCSp	222100783YRIP8Y6JD67
EDIF II Feeder Fund S.C.A. RAIF	254900CS64VGI4N25I11
EDIF II FF II S.C.A. RAIF	25490035L65VW68YAD27
European Diversified Infrastructure Fund III SCSp	25490060JRKFY51QYQ65
EDIF III Feeder Fund SCA SICAV-RAIF	254900HZ1LMIKMRAHF77
Infrastructure (Lux) III S.C.A. SICAV-RAIF	2549003F2C1R5I258T82
Infrastructure (Lux) III S.C.A. SICAV-RAIF – EDIF III	254900L5YEU3S99BN723
Infrastructure (Lux) III S.C.A. SICAV-RAIF - EFW Co-invest	2549003ILHTBNQ4PH520
Infrastructure (Lux) III S.C.A. SICAV-RAIF – Glasfaser Co-invest	254900GYX54PV9996416

This statement is prepared by First Sentier Investors (Ireland) Limited (FSI IRE) which is the financial market participant and alternative investment manager for the Funds. In this statement, “we” refers to FSI IRE and to the investment manager of the Funds, First Sentier Investors International Limited.

**1. Zusammenfassung**

Der Fonds bewirbt ökologische und soziale Merkmale in vier Kernbereichen: Gesundheit und Sicherheit, Umwelt, Vielfalt und Mitarbeiterengagement. Zusammen mit guter Unternehmensführung stellen diese unsere „fünf Mindeststandards“ für die Performance in den Bereichen Umwelt, Soziales und Unternehmensführung (ESG) dar: Eine Reihe von Maßnahmen, die wir nach den Investitionen von Igneo in das Unternehmen umsetzen möchten.

Die „fünf Mindeststandards“ sind keine Investitionsvoraussetzungen. Vielmehr beinhaltet der Prozess der Sorgfaltspflicht für alle neuen Anlagemöglichkeiten eine Bewertung des Status des Zielunternehmens im Hinblick auf die fünf Mindeststandards. Nach der Übernahme binden wir alle Portfoliounternehmen auf Vorstands- und Managementteamebene aktiv ein mit dem Ziel, die fünf Mindeststandards zu erreichen.

Wir streben an, dass alle Portfoliounternehmen die fünf Mindeststandards umsetzen. Daher werden alle Vermögenswerte des Fonds so investiert, dass sie die beworbenen ökologischen und sozialen Merkmale erreichen – mit Ausnahme von Investitionen in Instrumenten, die darauf abzielen, die allgemeineren Ziele des Fonds zu erreichen, beispielsweise zu Absicherungszwecken verwendete Instrumente und Barmittel, die als zusätzliche Liquidität gehalten werden.

Der Fonds verpflichtet sich nicht zu einem Mindestmaß an Investitionen, die mit der EU-Taxonomie konform sind. Der Fonds kann zwar Investitionen in Wirtschaftstätigkeiten vornehmen, die zu einem Umweltziel beitragen, er verpflichtet sich jedoch nicht, solche Investitionen vorzunehmen, und er verpflichtet sich nicht, Investitionen zu tätigen, die die EU-Kriterien für ökologisch nachhaltige Wirtschaftsaktivitäten berücksichtigen.

Es wurden Nachhaltigkeitsindikatoren festgelegt, um die Erreichung der beworbenen ökologischen und sozialen Merkmale zu messen. Die Daten werden jährlich direkt von den Portfoliounternehmen erhoben. Es werden Definitionen, Anleitungen, Methoden und Schulungen bereitgestellt, um Portfoliounternehmen bei der Messung der Indikatoren zu unterstützen und Konsistenz und Genauigkeit der Daten zu gewährleisten. Wir überprüfen die Daten auch, um Anomalien und Inkonsistenzen zu identifizieren, und korrigieren diese bei Bedarf durch Zusammenarbeit und Klärung mit dem Portfoliounternehmen.

Wir verfügen über einen bewährten und stringenten Anlageprozess, der die Erschließung von Gelegenheiten, die Sorgfaltspflicht, die Auswahl von Investitionen, die Strukturierung, die Ausführung und die proaktive Vermögensverwaltung umfasst. Ein Schwerpunkt der Sorgfaltspflicht liegt auf der langfristigen Nachhaltigkeit und dem Potenzial für Wertschöpfung im Unternehmen. Dazu gehört die Sorgfaltspflicht in Bezug auf die beworbenen ökologischen und sozialen Merkmale für alle neuen Investitionsmöglichkeiten.

Ein proaktiver Ansatz für Engagement und Vermögensverwaltung ist wesentlicher Bestandteil unserer Anlagestrategie, auch in Bezug auf die ökologischen und sozialen Merkmale und unser breit gefasstes Management von ESG-Themen. Da wir in allen Portfoliounternehmen im Verwaltungsrat vertreten sind und eine führende oder mitverantwortliche Position anstreben, können wir die ESG-Performance genau überwachen und wichtige Initiativen vorantreiben, indem wir auf Vorstandsebene engagiert sind und regelmäßig, direkt Kontakt mit den Managementteams halten.

## **2. No sustainable investment objective**

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

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

The Fund promotes environmental and social characteristics and incorporates these into the investment and asset management process. This includes our "Five Minimum Standards" for environmental, social and governance (ESG) performance (of which four are relevant to the environmental and social characteristics promoted by the Fund): a set of actions in five key areas that we aim for all portfolio companies to put in place following Igneo's investment in the business. These are:

### **1. Health and safety**

- a. Set a zero accident target
- b. Track and report work-related accidents using standardised metrics

### **2. Environment**

- a. Set greenhouse gas (GHG) emissions reduction targets
- b. Track and report scope 1, 2 and material scope 3 GHG emissions

### **3. Diversity**

- a. Set out priorities for increasing diversity and inclusion in the business
- b. Report on representation in the business

### **4. Employee engagement**

- a. Carry out regular employee engagement surveys
- b. Put in place apprenticeship and/or continuous development programmes

"Good governance" constitutes the final of the "Five Minimum Standards" on which we engage all portfolio companies, as described below.

## **4. Investment strategy**

(a) The Fund's investment objective is to generate sustainable long-term returns by building a diversified portfolio of primarily European unlisted infrastructure investments. The Fund's strategy is to target mature, primarily European, income-generating economic infrastructure where the application of specialist skills in deal origination, evaluation and proactive asset management creates sustainable long-term value and generates attractive risk-adjusted returns for investors. The Fund targets sole or controlling investments in portfolio companies and seeks to ensure board

representation. This enables the Manager to apply a proactive approach to asset management and better influence ESG practices to add value and manage risks.

The “Five Minimum Standards” are not investment prerequisites, i.e., the investment selection process does not preclude investments in businesses that do not at the time of acquisition have all of the environmental and social characteristics that the Fund promotes in place. Instead, the due diligence process for all new investment opportunities will include an assessment of the target company’s status against the Five Minimum Standards, and, following acquisition, the Manager will actively engage all portfolio companies with the aim of ensuring the “Five Minimum Standards” are put in place.

We will not proceed with a transaction that had material environmental, social or governance risks that could not be remedied within a reasonable timeframe through our proactive engagement and asset management approach.

**(b)** The companies in which the Fund invests follow good governance practices. We assess governance practices (including management structures, employee relations, remuneration of staff and tax compliance) as part of our due diligence to ensure acceptable standards are in place prior to making an investment decision. We then take active steps to work with investee companies to improve corporate governance standards following our investment, through:

- Independent board representation
- Implementing risk management systems or risk registers
- Adhering to relevant standards or certifications
- Carrying out regular cyber security and modern slavery risk assessments, and
- Carrying out regular customer satisfaction surveys

Together with the environmental and social characteristics promoted by the Fund as listed above, these make up our “Five Minimum Standards” for ESG performance.

First Sentier Investors (FSI) is also a signatory to the UK Stewardship Code (2020) (the Code) and the Principles for Responsible Investment (PRI). As a signatory to the Code the PRI, the good governance practices of investee companies are assessed prior to making an investment decision and periodically thereafter. FSI’s Stewardship Report can be found at:

<https://www.firstsentierinvestors.com/content/dam/web/global/responsible-investment/documentation/global-documents/fsi-stewardship-report.pdf>

## 5. Proportion of investments

### #1 Aligned with E/S characteristics – 90%

We aim for all portfolio companies to implement the environmental and social characteristics that the Fund promotes (i.e. the “Five Minimum Standards”) following our investment in the business, and we will engage all portfolio companies to this end. All of the Fund’s assets will be therefore be invested to attain the environmental and social characteristics promoted, excluding those described as “#2 Other” below.

### #2 Other – 10%

Up to approximately 10% of the Fund’s assets will be in investments which seek to achieve the broader objectives of the Fund, including instruments which are used for the purposes of hedging and cash held as ancillary liquidity. Further details on the purposes of such investments are set out below.

As the Fund is a closed-ended investment vehicle with a fixed lifespan, and which will seek to invest opportunistically in illiquid assets, we consider that it is appropriate to measure the minimum proportion of investments aligned with the environmental and social (E/S) characteristics by reference to final closing commitments of the Fund. Consequently, there may be periods during the lifecycle of the Fund (including its initial investment period and the divestment period) where the proportion of the Fund’s portfolio invested in E/S aligned positions is less than 90%. In such cases the Fund’s assets which are not invested, and which are not part of the “#2 Other” category, will be held in cash.

## 6. Monitoring of environmental or social characteristics

We gather data on the following sustainability indicators from portfolio companies on an annual basis to measure the attainment of each of the environmental and social characteristics promoted by the Fund:

### 1. Health and safety

- a. Is a zero accident target in place? (yes/no)
- b. The Accident Frequency Rate (“AFR” per 100,000 hours worked)

### 2. Environment

- a. Has the company set greenhouse gas emissions reduction targets? (yes/no)
- b. Greenhouse gas emissions (tCO<sub>2</sub>e)

### 3. Diversity

- a. Has the company set out clear priorities for increasing diversity and inclusion? (yes/no)
- b. % women on the board, in senior management and among all employees and new hires

### 4. Employee engagement

- a. Does the company conduct regular employee engagement surveys? (yes/no)
- b. Does the company have apprenticeship and/or continuous professional development programmes for employees in place? (yes/no)

These indicators are monitored through engagement with the portfolio companies, via our representation on the boards of the companies and direct engagement with the company management teams. Please refer to sections 7, 8 and 9 below for information on the internal and external control mechanisms related to gathering the data.

## 7. Methodologies

- The methodology used to measure the Accident Frequency Rate for each portfolio company is as follows: (Number of lost-time injuries among employees / Number of hours worked by employees) \* 100,000  
A lost-time injury is defined as an accident at work that leads to a person taking a day or more off work.
- Portfolio companies are asked to use the GHG Protocol guidance to measure and report greenhouse gas emissions.
- For measuring diversity data, "Senior Management Team" is defined as the Chief Executive Officer and all direct reports excluding Personal or Executive Assistants and administrative staff.
- For the Accident Frequency Rate and diversity data, the data are reported on a gross/100% basis i.e. no weighting has been applied based on the Manager's ownership stake in the portfolio companies.
- GHG emissions data are weighted by the Fund ownership stake in each portfolio company.

## 8. Data sources and processing

- a. Data on the sustainability indicators are gathered directly from the portfolio companies.
- b. We provide portfolio companies with definitions, guidance and external standards to use when gathering and reporting the data to us, to help ensure consistency and accuracy. We also review the data ourselves to identify anomalies and potential inconsistencies that may indicate errors in the data. When these are identified, we engage the portfolio company directly to confirm or where needed correct the data. We also provide training for portfolio companies on the measurement of particular data points where needed to help ensure consistency and accuracy.
- c. We process the data ourselves; no data are exported or processed by a third party.
- d. Our aim is that 0% of the data is estimated. However, in certain reference periods it is possible that a small proportion of the data may be estimated, for example if for any reason one or more portfolio companies are unable to measure a particular indicator accurately. When such estimates are required, we will disclose them in the relevant periodic report.

## 9. Limitations to methodologies and data

We do not require the data gathered from portfolio companies to be audited by a third party. We believe our own review of the data and engagement with the companies is sufficient to ensure reasonable accuracy in measuring the attainment of the environmental and social characteristics.

In the periodic reports disclosing the extent to which the sustainability indicators have been met in each reference period, we will include data from all portfolio companies in which we managed an ownership stake for the full reference period – i.e., the data excludes portfolio companies that were either divested or acquired part-way through the relevant reference period. Similarly, portfolio companies are only included in data for previous reference periods from the first full reference period during which we owned a stake in the business. This helps to ensure accuracy of the data and consistency and comparability of the data between each reference period.

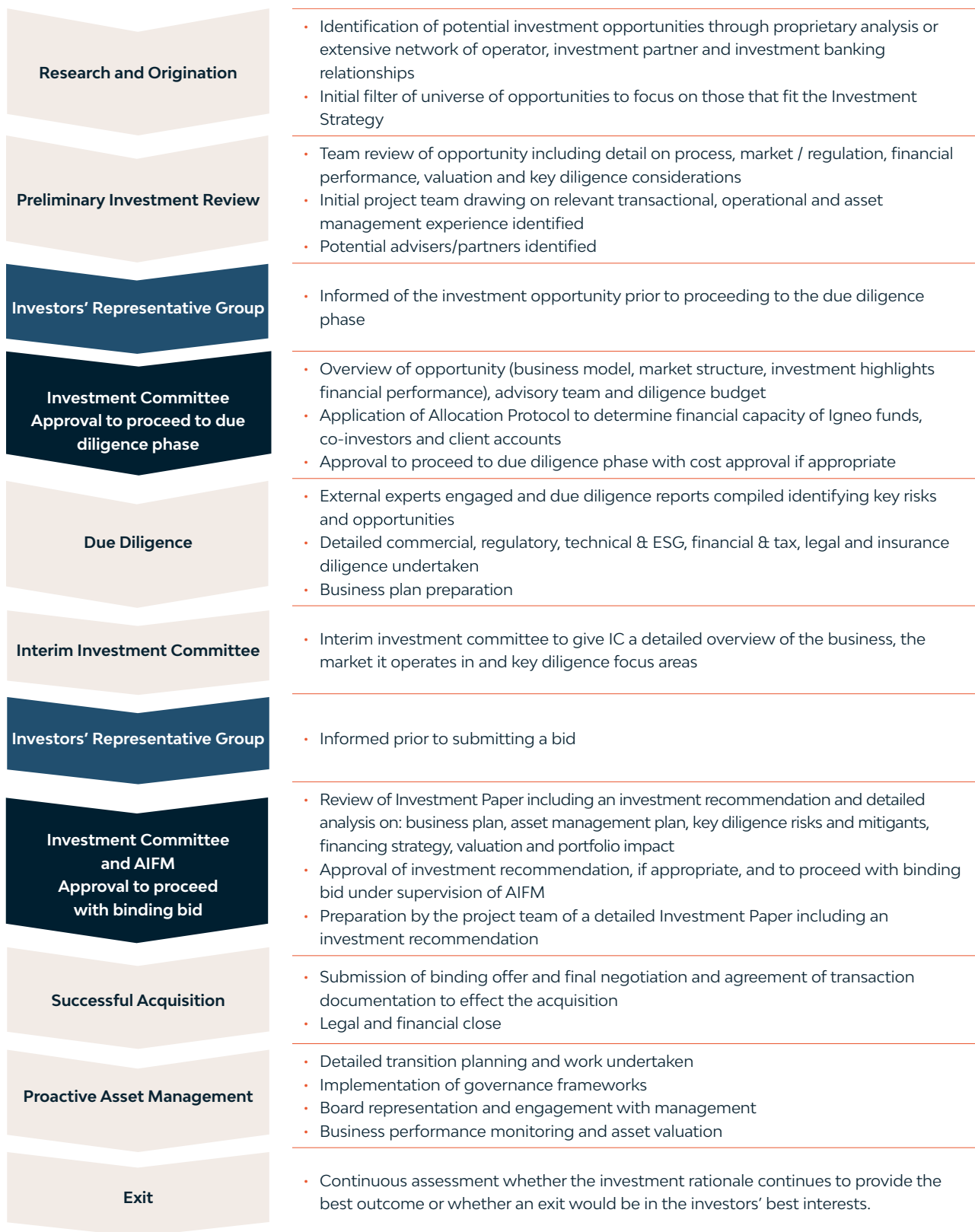
Regarding measurement of the Accident Frequency Rate, there is some variation in the definition of lost-time injuries between countries and companies that may affect the consistency in reporting by portfolio companies. For example, typically injuries that occur during working hours are reportable as lost-time injuries, and injuries that occur during travel to or from work are not, but this varies in some jurisdictions. We do not believe this has a material impact on the accuracy or validity of data gathered to measure the attainment of the health and safety characteristic.

As noted above, we aim for 100% of the data to be measured by the portfolio companies, not estimated. Occasionally however, estimates may be required for example when a portfolio company may be unable to measure a particular indicator. In our experience, this does not occur frequently enough to affect the validity of the data gathered to measure the attainment of the environmental and social characteristics, and when any estimates are required, we will transparently disclose them in the periodic reports.

## 10. Due diligence

Igneo has a proven and rigorous investment process encompassing opportunity origination, investment selection, structuring, execution and proactive asset management.

The figure below illustrates the key phases of the investment process.



The transaction execution capability has been evolving since the Igneo team started working together in 2007. The investment team has a strong track record of transaction execution with 36 transactions closed since 2007. The investment team comprises 40 experienced individuals with M&A, financing, operational and legal backgrounds and diverse experience across the core sectors targeted by the fund (transportation, regulated utilities, renewables, telecommunications etc.).

Across all opportunities, Igneo will engage with (i) market leading specialist advisors, (ii) management teams of existing portfolio companies, and (iii) external advisors or ex-employees of target companies to fully understand the risks and opportunities of such an investment.

A key focus of due diligence is on long-term sustainability and the potential for value creation in the business. This includes due diligence on the health and safety culture, environmental impact, climate change-related risks and opportunities, diversity, customer and employee relationships and stakeholder engagement. These factors feed into the development of the business plan including procurement improvements, financing efficiencies, asset sales and acquisitions, opex reductions, capex optimisation and changes in strategy.

The Investment Committee and Investors' Representative Group ('IRG') are updated on progress throughout the transaction process and this forum both enables transparency and ensures alignment with investors. The submission of fully financed and documented, binding offers within tight timescales is Igneo's operating standard. Igneo has developed a reputation with consortium partners, advisors and vendors for being a professional and highly reliable counterparty.

### **Preliminary Investment Review**

Once a potential opportunity has been identified and originated by the Igneo team, the opportunity is analysed with respect to key investment criteria, including:

- Portfolio fit (size, sector, geography, currency etc.);
- Risk profile (e.g. macro, political, regulatory, commercial);
- Environmental, Social and Governance (ESG) issues and their potential impact on the business;
- Expected return (total return and yield) and risk; and
- Process structure and competitive position

At this stage, the opportunity is presented to the Igneo team for peer review and challenge. If deemed to be a suitably attractive opportunity, team members with appropriate industry specific and transaction skills are appointed to specific project teams to assess the opportunity further utilising the various specialist resources available within Igneo.

### **Investment Committee and IRG – Pre-Due Diligence**

Following a preliminary investment review, a presentation is made to the Investment Committee to decide whether to progress the opportunity to a formal due diligence phase utilising external advisors. At this stage, the IRG is also notified of the opportunity.

### **Due Diligence**

The objectives of the due diligence phase are to undertake a detailed assessment of the investment opportunity in order to fully understand its overall risk and return profile and suitability for the Fund. It is also used to develop a strategy to minimise execution risk and improve the probability of securing the investment on attractive terms.

The combination of specialist skills within the Igneo team means it is effective at executing infrastructure transactions. This provides greater control and influence over the terms of entry and ongoing management influence.

The due diligence process typically involves:

- Working with appropriate due diligence advisors, including but not limited to commercial, regulatory, technical & ESG, financial & tax, legal to undertake independent assessments of the business. A concerted effort is made to appoint advisors well in advance of a process to ensure the best possible advisory team can be retained for the transaction;
- Developing a detailed understanding of both the asset and the market it operates in ;
- Meeting with existing management teams, current owners and other key stakeholders (e.g. regulators) if possible;
- Identifying quantifiable and non-quantifiable risks and opportunities;
- Identifying a sustainable long-term financing strategy for the asset;
- Developing a financial model with long-term cash flow projections to support an investment business plan and stress test the investment profile; and
- Developing an asset management strategy for the business should we be successful

The due diligence process also involves developing a detailed understanding of the impact of multiple factors relating to the investment opportunity. The key considerations are listed in the following table:

Macro Factors	Micro Factors (Asset Specific)	Partner Selection
<ul style="list-style-type: none"> <li>• Industry/sector dynamics – competitive landscape</li> <li>• Country and political risk</li> <li>• Legal environment</li> <li>• Regulatory risk</li> <li>• Demand /utilisation risk</li> <li>• Macroeconomic conditions (for example, inflation, interest rates, FX rates)</li> </ul>	<ul style="list-style-type: none"> <li>• Operational and financial track record</li> <li>• Management team capabilities</li> <li>• Capital investment profile and funding needs</li> <li>• Growth projects</li> <li>• Cost structure</li> <li>• Capital structure</li> <li>• ESG risks</li> <li>• Tax liabilities</li> </ul>	<ul style="list-style-type: none"> <li>• Governance framework</li> <li>• Key stakeholder analysis</li> <li>• Clear long-term alignment</li> </ul>

An in-depth analysis is undertaken to understand and quantify (where possible) the relevant key Environmental, Social and Governance (ESG) risks and opportunities and to identify any potential gaps in the company’s existing ESG policies.

Where applicable, and in parallel with the asset due diligence process, the due diligence phase involves:

- Negotiation of key transaction documentation (share purchase agreement, shareholder agreement, transition service agreement);
- Formulation of a bid strategy to position the Fund to successfully acquire the Investment with key stakeholders;
- Developing a robust governance framework; and
- Finalising due diligence reports, the financial model and an investment paper to support the Investment recommendation;

Based on the work undertaken during the due diligence phase, a detailed investment paper is drafted by the relevant project team and submitted to the Investment Committee.

### Investment Recommendation

The transaction team prepares a detailed investment paper that covers:

- Details of investment profile;
- Fit with Fund strategy;
- Fit with existing portfolio;
- ESG considerations;
- Public relations considerations;
- Expected return profile including sensitivity and scenario analysis;
- Business plan and identification of any key risks in the ability to meet this plan;
- Disclosure of other risks associated with the Investment and options to manage or mitigate the risk exposure;
- Debt funding details;
- Acquisition structure;
- Capital requirements to implement an investment decision;
- Key due diligence findings (for example, ESG, legal, tax, financial, regulatory and operational);
- Review of management team including politically exposed person (‘PEP’) sign-off;
- Summary of the governance framework;
- Discussion of the post-acquisition transition and implementation plan; and
- Investment recommendation.

### Investment Committee and IRG – Pre-Bid Submission

The investment paper and recommendation are presented to the Investment Committee which considers the merits of the investment including the stake and price.

Please note that the process is an interactive one and Investment Committee members are informed regularly of transaction opportunities. The final decision to proceed is the outcome of an iterative process.

The IRG is also notified of the proposal to make a bid for the investment.

## 11. Engagement policies

FSI has implemented a Global Responsible Investment and Stewardship Policy and Principles (the "Policy"), available here: <https://www.firstsentierinvestors.com.au/content/dam/web/global/responsible-investment/fsi-global-responsible-investment-and-stewardship-policy-review.pdf>

### Proactive Asset Management

Although there is value in sourcing and executing investments at the right price, we believe we add the majority of value post-acquisition. A proactive approach to engagement and asset management is a key part of our investment strategy, including when it comes to the management of ESG issues. By having board representation and targeting a lead or co-lead position in all portfolio companies, we are able to closely monitor ESG performance and drive key initiatives, through engagement at the board level and regular, direct engagement with the management teams.

We believe our approach to asset management can be distinguished from others through the following three important aspects:

#### a. Setting the conditions for active asset management

- We position ourselves to manage each asset actively. When making an investment, we seek a sole or lead position in order to secure the right to appoint one or more directors to the board of the asset or its holding company. This enables the influence of key board decisions and actively manage the asset on an on-going basis.
- The 'deal team' is not separated from the 'asset management team'. Igneo team members with extensive infrastructure/industrial operating experience are actively involved in the due diligence phase and subsequently appointed to manage the asset post acquisition. This integrated approach ensures end-to-end ownership of the acquisition plan.
- All team members are incentivised to deliver on asset management. Every member of the Igneo team that has involvement in asset management has a substantial part of their annual bonus related to delivering the agreed asset management initiatives – including initiatives related to ESG performance.

#### b. Delivering value beyond financial optimisation

- There is a focus on improvements beyond financial optimisation. A significant amount of time is spent understanding the business in order to support, challenge and add value to the business strategy and operation.
- Clear annual asset management plans are developed. Once an asset has been acquired, an Igneo team 'Asset Lead', who has ultimate accountability to deliver the acquisition/ business plan, is appointed. The Asset Lead develops an annual asset management plan that is presented to and challenged by the rest of the Igneo team. Initiatives can include strategic and organisational change, operational improvements, strengthening ESG performance, refinance or M&A add-on opportunities. Each plan has clear targets and KPIs and is reviewed twice a year.
- Strong relationships with management teams and stakeholders are built. Engagement is not limited to board meetings. The Igneo team develop a close and deep working relationship with management teams, employees and other stakeholders and seeks to proactively input into a wide number of areas where value can be added. This may include procurement, financing, treasury, stakeholder management, ESG, asset management and regulatory optimisation. Depending on the size, sophistication and lifecycle of an investment, Igneo will alter the level of involvement in various parts of the business.



### c. Focusing on both the 'what' and the 'how'

- As a long-term investor, we consider long-term value and impact. Rather than just focusing on the end result, the Igneo team analyses the methods used to achieve it. Decisions and investments are made with a long-term mindset, including consideration of ESG issues, which reduces risk and improves long-term investment returns.
- Set minimum, non-negotiable ESG standards. The Igneo team believe that despite the assets varying in industry, jurisdiction and stage of development, that a number of consistent ESG standards are applicable across the portfolio. These are the environmental and social characteristics promoted by the Fund, described further above.

### Management procedures applicable to sustainability-related controversies in investee companies

Sustainability-related controversies in investee companies would be managed through our proactive asset management approach described above. As board members we are included in the emergency reporting procedures of each of the portfolio companies. ESG issues or controversies that may have a material impact on investment performance, operational performance, reputation or has the potential to involve the media, community or regulatory attention (even if it has a low financial impact) will be included in investor notifications. Full coverage of the issue is then provided in the next quarterly report to ensure Investors are fully aware of the issue, the underlying drivers, the impact it has had on the business (financially and otherwise) as well as the measures undertaken to mitigate or prevent future re-occurrences.

## 12. Designated reference benchmark

Not applicable