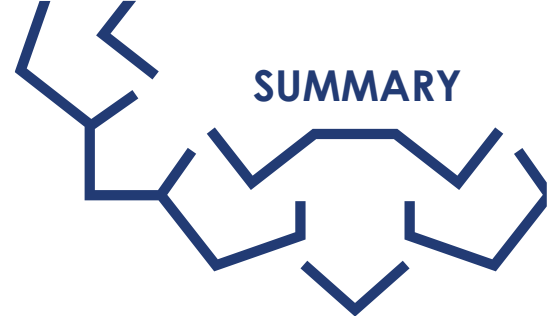


ENERGY CLIMATE LAW ARTICLE 29 VAUBAN IP 2023 DISCLOSURE

2024-06



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INTRODUCTION

About the Article 29 of the Energy-Climate Law

In accordance with the French Energy-Climate Law "LOI n° 2019-1147 relative à l'énergie et au climat" published on November 27th, 2019, this document relates to the disclosures referred in the implementing decree for Article 29, published on May 27th, 2021.

Article 29 of the Energy-Climate Law aims at clarifying and strengthening sustainability related financial disclosure for market players. It contributes to greening the French financial system as it supplements existing European legislation in three complementary areas: climate, biodiversity, and the integration of ESG factors in governance and risk management of financial institutions; making it is a cornerstone of sustainable finance legislation.

The current disclosure is based on Vauban Infrastructure Partners' 2023 performance.

About the Annex F

Structure of the sustainability information in the annual report in accordance with V of Article D533-16-1 of the Monetary and Financial Code (French "Code Monétaire et Financier") applicable to undertakings with a balance sheet total of more than €500 million subject to both the provisions of Article 29 of the Energy and Climate Act and the provisions of Article 4 of Regulation (EU) 2019/2088 of the European Parliament and of the Council of 27 November 2019.

About Vauban Infrastructure Partners

Vauban Infrastructure Partners (hereinafter "Vauban IP") is a company with less than 500 employees and with more than €500 million in assets under management, specialised in the management of investment funds dedicated to the infrastructure sector. We are long-term investors, with notably a 25-years buy & hold strategy, managing essential infrastructures across 4 sectors: *Mobility, Energy Transition, Digital, and Social Infrastructures*.

Gender parity: Vauban IP has defined a gender diversity target aligned with the Rixain law for companies of +1000 employees: 30% of women in the Investment Committee by 2026, and 40% by 2029. As of 31/12/2023, women represent 29% of the Investment Committee. Vauban IP also discloses gender diversity within investment teams (32%), and total employees (38%).

1/ INFORMATION PURSUANT TO ARTICLE 29 OF THE ENERGY AND CLIMATE ACT

A. Vauban IP's general approach for ESG

Long term investing, sustainable value

We are a long-term investor, with notably a 25-years buy & hold strategy, managing essential infrastructures across 4 sectors: *Mobility, Energy Transition, Digital, and Social Infrastructures*.

We manage infrastructures that will be anchored in territories for several generations. As a result, we have a great responsibility towards our stakeholders, committing ourselves to developing our projects in a sustainable way notably with respect of the social license to operate.

We also identify that infrastructures have a share of responsibility in global warming and commit to deploying our best efforts to mitigate and adapt to climate change.

To address all these challenges, we have implemented a comprehensive ESG strategy guiding our actions at the corporate and the portfolio level. As a fully engaged company, we integrate ESG consideration in both our internal operations and investment practices.

ESG POLICIES	
ESG Charter	ESG Policy
Shareholder Engagement Policy	SFDR Statement

EXTERNAL INITIATIVES & MEMBERSHIPS			
UN PRI	TCFD	IFRS Sustainability Alliance	UN SDGs
SASB	Global Investor Statement to Governments on the Climate Crisis	iC International	France Invest ESG Commission

Please refer to N.

Consideration of ESG criteria

Our ESG strategy and related processes apply to all funds. The funds we manage are classified under Article 8 of the EU Sustainable Finance Disclosure Regulation (SFDR), as promoting environmental and social characteristics among other characteristics.

PORTFOLIO ESG MONITORING						
Portfolio as of 31.12.2023			Coverage			
FUNDS	VINTAGE	Size	SFDR article 8	EU Taxonomy	Climate	Biodiversity
CIF IV	2022	€ 9 Bn	100%	100%	100%	100%
CIF III	2020					
CIF II	2017					
CIF I	2015					
BTP IL	2014					
CIF PRIME	2022					
FIDEPPP2	2012					
Co-investment Funds						
Concordance table in the document			I	E	F	G

Content, frequency and means used to inform LPs

Through the appropriate communication channels, we fully disclose to LPs and a wider audience, the details of our ESG Strategy and the ESG performance of the Portfolio.

	POLICIES				PERIODIC DISCLOSURES		
LPs	<i>Internal policies and procedures can be shared on demand with LPs</i>				Funds' Annual ESG & SFDR Reports	Funds' Quarter ESG Updates and potential controversies	
Public	ESG Policy	ESG Charter	Voting Policy	SFDR Statement	Annual Sustainability report	Annual Academic research	Annual French Article 29 LEC report

B. Internal resources for ESG management at Vauban IP

ESG Governance

All Vauban Infrastructure Partners employees are involved in ESG integration. Vauban Infrastructure Partners has initiated a reflection on the integration of environmental, social and governance criteria within its governance and supervisory bodies.

ESG Committee	<p>Meeting on a quarterly basis to validate the main lines of the ESG strategy: CEO & Deputy CEO, The members of the Executive Committee, The ESG team, Two Investment Directors, and Four Investment Managers.</p>
ESG team	<p>The Team, composed of 2 FTEs (ESG Director with 17 years of experience, and ESG Officer with 8 years of experience), oversees the ESG strategy of Vauban Infrastructure Partners.</p> <p>2.5% of Vauban's FTEs: 2 FTEs out of a total of 78 FTEs.</p>
Investment Committee	<p>ESG due diligence findings are presented and discussed during the Screening Committee and the Investment Committee at each investment phase.</p>
Investment teams	<p>Investment teams are in charge of ESG integration at the portfolio level. Consistent ESG monitoring is considered to calculate investment teams' variable compensation.</p> <ul style="list-style-type: none"> - Before acquisition: Investment teams are in charge of the ESG due diligences with the ESG team providing support and review for this process. - After acquisition: Investment teams are in charge of the ESG monitoring and shareholder engagement with portfolio companies.
Risk team	<p>The Risk Team integrates an ESG risk analysis into the risk assessment provided at the investment stage and during the monitoring stage.</p>

We are accompanied by leading experts

We have strengthened our collaboration with leading experts in order to sustain our ESG strategy over the long term. Each one of them provide specific expertise on key ESG topics.

BLUNOMY	EU Sustainable Finance strategy	Blunomy provides expertise and operational capacity on issues related to the EU Taxonomy and SFDR.
CARBONE 4	Climate strategy	Carbone 4 carries out the independent climate impact assessments of the portfolio.
BL EVOLUTION	Biodiversity	BL Evolution carries out detailed reviews of our portfolios in order to analyse our impacts and dependencies in terms of biodiversity
SIRSA	Data management	Sirsa implemented the online platform (Reporting 21), allowing us to collect and consolidate our ESG data. Vauban IP does not use any external data providers; our ESG data comes directly from our portfolio companies.
PwC LUXEMBOURG	SFDR audit	PwC audits our SFDR processes and disclosures.
ALTERMIND	Vauban open research	Altermind organises and contributes to our infrastructure open research.

The associated costs will be communicated in the next disclosure.

C. Approach to considering ESG criteria

We align variable compensation with ESG

ESG monitoring is part of the KPIs of the staff's individual annual evaluation and variable compensation. A table has been formalised to precisely quantify the ESG expectations at each level of seniority within the investment teams.

Thus, we encourage all our teams to take ESG into account in their different processes.

ESG trainings

We provide training to 100% of our staff every year by allocating a substantial budget for trainings. Several ESG trainings on specific topics are provided to all staff every year (e.g., on climate change, potential updates of our ESG processes, SFDR & EU Taxonomy, etc.).

ESG internal guidelines

Our teams benefit from internal guidelines & tools to facilitate staff's onboarding on ESG.

ESG Guide	Explains the ESG methodology with detailed instructions on how to complete the analysis needed at each stage of the investment cycle	Updated in 2024
ESG due diligence tool	Used by investment teams to analyse ESG risks and opportunities during the pre-investment phase	Updated in 2024
ESG data management tool	Through this tool (Reporting 21), we monitor ESG performance on more than 80 indicators	Updated in 2024

D. Engagement strategy

The shareholder engagement and voting policy is publicly available

The Shareholder Engagement Policy describes “how the company integrates its shareholder role into its investment strategy”, and the results are disclosed annually on our website.

SHAREHOLDER ENGAGEMENT AND VOTING POLICY	
Shareholder Engagement Policy	Report on Shareholder Engagement

Dialogue with portfolio companies

The funds managed by Vauban IP invest almost exclusively in unlisted assets.

The dialogue with the holding companies is a major element of Vauban IP's shareholder commitment. Vauban IP teams meet regularly with the directors and senior executives of the companies in the portfolio. The dialogue is structured:

- On the one hand, formally through systematic participation on the boards of directors (or other management bodies) of these companies. During these meetings, the representatives of Vauban IP act in the company's social interest. The exchanges and decisions taken by the management bodies concern in particular the validation of budgets, the formalization of objectives, the ESG policy (a checklist of ESG points to be addressed is available internally for employees), financial results, and monitoring of risks.
- On the other hand, informally via ad hoc committees or meetings, telephone or email exchanges or ad hoc requests. These meetings make it possible to follow and support companies in achieving both financial and non-financial objectives.

Resolutions submitted by Vauban IP

The 2023 General Assembly resolutions presented concern the assets in which Vauban IP has a majority shareholding or controlling power. Vauban IP systematically exercises this power of control by participating actively and systematically in the boards of directors (or other management bodies) of the shareholdings. Vauban IP can influence the agenda and the list of resolutions voted on at the general meeting.

Of the 335 resolutions voted on, 16 were initiated by Vauban IP. All resolutions submitted by Vauban IP have been accepted.

REVIEW OF THE VOTING POLICY DURING GENERAL ASSEMBLIES

	Proposals	From Vauban IP		By Others	
	Total	Yes	No	Yes	No
(Re) Appointment of the management	41	6	0	35	0
Change of corporate form	3	2	0	1	0
Statutory changes	7	1	0	6	0
Capital increase / decrease	4	0	0	4	0
Annual accounts approval	83	2	0	81	0
Allocation of profit, equity or capital transaction	69	2	0	67	0
Executive compensation	4	0	0	4	0
ESG	0	0	0	0	0
Other	124	3	0	121	0
Total	335	16	0	319	0

VOTED BY VAUBAN IP DURING GENERAL ASSEMBLIES

	Proposals	Voted by Vauban IP	
	Total	Yes	No
(Re) Appointment of the management	41	41	0
Change of corporate form	3	3	0
Statutory changes	7	7	0
Capital increase / decrease	4	4	0
Annual accounts approval	83	83	0
Allocation of profit, equity or capital transaction	69	69	0
Executive compensation	4	4	0
ESG	0	0	0
Other	124	124	0
Total	335	335	0

E. EU Taxonomy alignment and exclusion on fossil fuels

Consolidated EU Taxonomy alignment will be available over the next year

Vauban Infrastructure Partners has made no commitment to the Taxonomy alignment of the funds it manages. Still, for the third year running, Vauban Infrastructure Partners determined the EU Taxonomy alignment of the funds. The assessment was carried out by our external partner Blunomy.

However, we do not publish this data publicly. It is provided to our LPs for information purposes only. Indeed, data consistency and reliability are among our continuous improvement objectives for this process. Proxies were used in some cases, and we need to improve the level of detail and the collection of supporting documents to calculate the results obtained.

Consolidated exposure to fossil fuels

Vauban IP commits to exclude from its scope of investments, companies taking consolidated revenues from:

- Exploration or production of fossil fuels (coal, oil, gas);
- Production of nuclear energy;
- Production and trade of tobacco, distilled alcoholic drinks or any products pertained thereto;
- Production or trade of weapons or munitions;
- Casinos or any gambling business;
- Pornography, prostitution, or similar enterprises.

EXPOSURE TO FOSSIL FUELS		
Portfolio as of 31.12.2023		
FUNDS	Size	Exposure to fossil fuel exploration or production
CIF IV	€ 9 Bn	0%
CIF III		
CIF II		
CIF I		
BTP IL		
CIF PRIME		
FIDEPPP 2		
Co-invest		

F. Alignment with the Paris Agreement objective

Climate change issues are integrated at all stages of our investment cycle.

One of our main objectives is to formalise precise CO₂ reduction targets with our main assets (representing a significant weight in our portfolios and/or a significant climate impact).

Phase	Process	Oversight
Screening	Exclusion policy on fossil fuels exploration & production	Vauban IP
Due diligence	Climate impacts and risks are systematically considered and further assessed by Carbone 4 when relevant. A negative impact may be the subject of a No-Go decision.	Vauban IP & Carbone 4
100 days action plan	We strive to formalise quantitative carbon reduction targets for new investments	Vauban IP
Ownership	Every year, we systematically assess the climate impacts of all our portfolios.	Carbone 4
	We strive to engage existing portfolio companies on the formalisation of carbon reduction targets.	Vauban IP
Exit	We commit to fully disclosing all the track records of the climate impact assessments we made and the initiatives we implemented.	Vauban IP

Quantitative targets will be available over the next year.

For existing funds, we have not yet formalised quantitative targets to reduce their carbon emissions.

Nonetheless, our latest CIF fund, CIF IV, has an objective of alignment with the Paris Agreement, notably expressed through the temperature of the portfolio (calculated by Carbone 4).

During the reporting period, we have been working with portfolio companies on a case-by-case basis to reduce their footprint. The difficulty with infrastructure projects is that the GP is not the only decision-maker, and there are many stakeholders involved. We often respond to a concession contract where the specifics of the project and the associated costs are negotiated very upstream with the grantor (most often a public authority). Any modification or initiative must be discussed and approved by all parties.

This year, we have continued discussions with the various stakeholders involved with our portfolio companies, to try to drive forward the climate change agenda. In the funds' annual reports, our LPs receive case studies on the progress we have managed to make.

Monitoring climate impacts

Every year, climate impacts of the funds are determined by our external partner Carbone 4. The methodology, called CIARA, is **publicly available**, as well as the methodology to assess **physical risks**. Our LPs are provided with detailed reporting at both fund and asset levels.

COVERAGE OF CLIMATE ASSESSMENTS							
Portfolio as of 31.12.2023							
	FIDEPPP2	CIFPRIME	BPTIL	CIF I	CIF II	CIF III	CIF IV
Absolute emissions tCO ₂ e scope 1-2-3	✓	✓	✓	✓	✓	✓	✓
Carbon footprint tCO ₂ e/M€ invested	✓	✓	✓	✓	✓	✓	✓
Carbon intensity tCO ₂ e/M€ revenues	✓	✓	✓	✓	✓	✓	✓
Temperature Alignment Paris Agreement	✓	✓	✓	✓	✓	✓	✓
Physical risks	X	X	✓	✓	✓	✓	✓

Consolidated climate impacts of our portfolios

We determined the climate impacts of the funds. The assessment was carried out by our external partner Carbone 4.

LPs also receive detailed disclosure at fund and portfolio company level.

PORTFOLIO CLIMATE IMPACTS	
Portfolio as of 31.12.2023	
	FIDEPPP 2, CIF PRIME, BTP IL, CIF I, CIF II, CIF III, CIF IV,
Absolute emissions Scopes 1 – 2 – 3 with financial allocation	8 650 000 tCO ₂ e
Carbon footprint tCO ₂ e allocated/M€ invested	2 130
Carbon intensity tCO ₂ e without financial allocation/€M of revenue	10 500
Temperature Alignment with the Paris Agreement	2.0°C
Physical risks	Non-consolidated, asset-by-asset results

It is not excluded that the results will slightly vary from one year to another insofar as the methodology from Carbone 4 evolves. Moreover, ensuring the consistency and reliability of collected data is one of our continuous improvement objectives for this process. Proxies were used in some cases, and we need to improve the level of detail and the collection of supporting documents to calculate the results obtained.

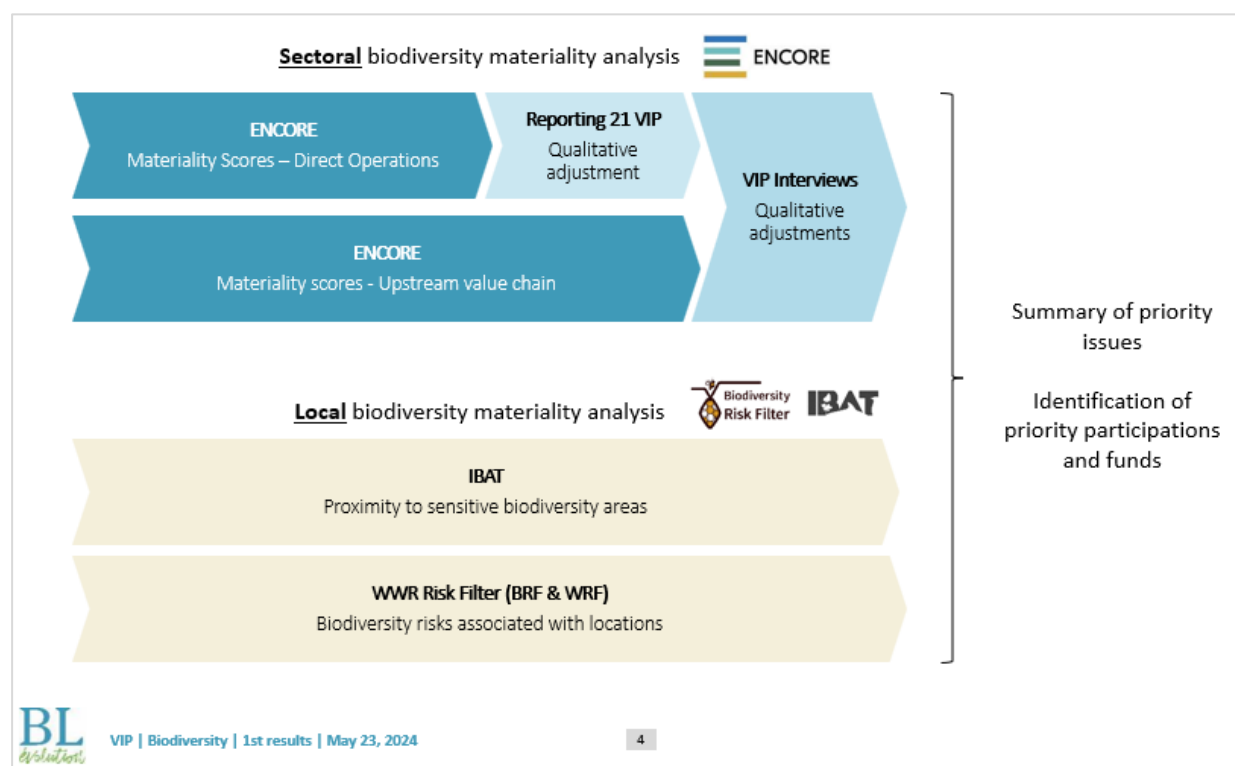
Comment: the consolidated temperature aligned with a 2°C scenario is notably due to the good performance of our latest CIF IV fund, for which climate indicators are particularly important investment criteria during due diligence and may be subject to of a No-Go decision in the event of a negative impact.

G. Biodiversity

Biodiversity impacts and dependencies assessment

In 2024, we have commissioned an external firm of biodiversity experts, BL Evolution, to carry out a detailed analysis of the impacts and dependencies of our funds.

BIODIVERSITY SENSITIVE AREAS		
Portfolio as of 31.12.2023		
FIDEPPP 2, CIF PRIME, BTP IL, CIF I, CIF II, CIF III, CIF IV,		
Companies with sites located in or near biodiversity-sensitive areas		
FIDEPPP 2	2/14 assets	1% AuM
CIF PRIME	2/14 assets	1% AuM
BPTIL	4/11 assets	32% AuM
CIF I	5/28 assets	31% AuM
CIF II	6/16 assets	27% AuM
CIF III	6/14 assets	47% AuM
CIF IV	3/6 assets	47% AuM





Overall, around ten sectors are identified as sectoral priorities for Vauban IP:

3 types of infrastructure are both highly dependent and highly impactful to biodiversity and ecosystem services, although associated with few AuM:

- Ski resorts (0,2% of VIP AuM)
- Marinas (0,3% of VIP AuM)
- Wastewater treatment (0,004% of VIP AuM)

2 types of infrastructure stand out as particularly impactful to biodiversity but less dependent on ecosystem services, associated with moderate AuM:

- Airports (0,9% of VIP AuM)
- Waste management (3,8% of VIP AuM)

2 types of infrastructure are particularly dependent on ecosystem services but less impactful on biodiversity, associated with moderate AuM:

- Wind farms (1,9% of VIP AuM)
- Rail freight (4,9% of VIP AuM)

Finally, **4 sectors** representing a large proportion (54%) of Vauban IP AuM stand out with significant levels of impact and dependence:

- Public transport (5,1% of VIP AuM)
- Motorways (10,1% of VIP AuM)
- Heating networks (14,6% of VIP AuM)
- Fibre optics (24,6% of VIP AuM)

Other sectors have less impact and are less dependent in comparison.

Detailed analysis of each asset is also available in the Annual ESG reports for LPs.

Quantitative targets will be available over the next few years.

Biodiversity is currently managed on a case-by-case basis for the portfolio companies where this issue is particularly material: typically, highways. It is also important to note that our portfolio companies are mostly brownfield, and we consistently manage biodiversity issues for the few greenfield projects we may have.

Some of these companies are already taking biodiversity issues into account, notably through their concession contracts, which usually require them to manage these topics. However, we will carry out a more detailed follow-up for these companies in order to quantify and disclose the impact of measures undertaken.

This is why we try to meet with external players to set up initiatives on a case-by-case basis with portfolio companies.

H. ESG risk management

Description of the ESG risk management process

All funds managed by Vauban IP are invested in a long-term strategy focusing on essential infrastructures providing positive impacts for local communities. Our investment focus is the first factor pushing us to consider ESG risks. The time horizon associated with the ESG risk management is the 25-year detention horizon of our funds. The set-up encompasses notably the risks related to climate change, specifically transition and physical risks but also biodiversity and controversy risks. The risk Management framework is reassessed on an annual basis.

Exclusion policy

We exclude from our scope of investment controversial sectors that do not comply with our vision of responsible investment, notably fossil fuels exploration and production.

Please refer to E.

Investment process

Prior any decision to invest, a materiality analysis is carried out. It is a holistic methodology and ESG impacts are identified through the prism of double materiality: we analyse both the impact of ESG risks on our assets and the impact of our assets on society. A potential investment presenting a too high level of ESG risks and too weak opportunities is abandoned.

Please refer to our ESG Policy, updated annually.

Assets' governance

Our policy is to only invest when the participation ensures control (exclusive or joint) – or associated with veto rights for minority stakes – and when the envisaged governance is deemed satisfactory. We are an active shareholder, genuinely exercising control through the actions of the board members we appoint in the portfolio companies. Board members ensure that the sustainability risks are adequately considered by the portfolio companies and, if necessary, introduce them to the agenda of the governance bodies in which they participate.

ESG governance

Vauban infrastructure Partners has chosen to make ESG a subject shared by the various functions of the company and managed collegially. The highest decision-making body is therefore the ESG Committee.

Please refer to B.

ESG risk assessments are systematically performed.

For each asset, two levels of ESG risk assessment are performed: first level by the investment teams with the support of the ESG Team and of Due Diligence consultants, then by the Risk Department.

Vauban Risk Department has systematised the integration of ESG risk to its risk 2nd level analysis for each transaction, contributing to the selectivity of the Investment Committee.

PORTFOLIO ESG RISK ASSESSMENT
Portfolio as of 31.12.2023
<p>None of the assets in the portfolio present an identified significantly high ESG risk. Some of them present higher ESG risk profiles, but the investment has nevertheless been possible since the due diligence processes brought comfort on the improvement potential during the asset management phase.</p> <p>The main portfolio challenge identified is the improvement of the climate impact scope 3 of the mobility sector assets and more particularly airports, where the exposure of Vauban IP to the sector is below 1% of the AuM.</p> <p>Vauban also identifies long-term resilience to climate change as a specific risk for the infrastructures of the portfolio. A dedicated assessment carried out by external consultant Carbone 4 is made periodically to reassess the risks and identify the actions to be conducted.</p>

Quantitative estimation of the financial impacts of climate risks

In 2023, we carried out climate risk stress tests simulating a cost assessed internally for physical risks assessed by Carbone 4 and a transitional risk cost assessed by Vauban IP Risk team. Carbone 4's physical risks' methodology is **presented publicly on their website**. Vauban's methodology for transition risks consisted of applying a carbon price to the emissions of its portfolio companies.

The funds present a reasonably solid resilience to those scenarios.

Action plans to reduce exposure to ESG risks

Exposure to ESG risks is managed at portfolio company level on a case-by-case basis. Each project is unique and has a different exposure to risk depending on its context: geographical, sectoral, natural risks, etc.

I. List of financial products

SFDR classification of our products

All the funds we manage are classified under Article 8 of the EU Sustainable Finance Disclosure Regulation (SFDR) as promoting environmental and social characteristics among other characteristics.

SFDR CLASSIFICATION OF FUNDS	
Portfolio as of 31.12.2023	
Funds	SFDR classification
FIDEPPP 2	Art. 8
CIF PRIME	Art. 8
BTPIL	Art. 8
CIF I	Art. 8
CIF II	Art. 8
CIF III	Art. 8
CIF IV	Art. 8
Co-investment funds	
Altamira	Art. 8
Cartier Energy Fund SCS	Art. 8
Cartier Energy Fund II SCS	Art. 8
Leo	Art. 8
Prokoviev	Art. 8
Proxiserve CIF II	Art. 8
Proxiserve CIF IV	Art. 8
Quimper	Art. 8
Vicos	Art. 8
VIF	Art. 8
VIM	Art. 8

2/ INFORMATION PURSUANT TO SFDR ARTICLE 4

J. Summary of the main negative impacts on sustainability factors

Summary

The investment funds managed by Vauban Infrastructure Partners are classified under Article 8 of the EU Sustainable Finance Disclosure Regulation (SFDR), as promoting environmental and social characteristics among other characteristics. Vauban Infrastructure Partners has put in place the dedicated monitoring processes to provide their investors with insightful disclosure on the Principal Adverse Impacts (PAI) of the portfolio companies.

Detailed information on SFDR article 8 compliance is available to our LPs in the dedicated SFDR annexes of the investment funds' constituent documents.

Promoted environmental or social characteristics

Promoted characteristics for all investment funds and portfolio companies are the following:

Promoted characteristics	Metrics
Reduction of carbon emissions	GHG emissions (scopes 1 – 2 – 3)
	Temperature °C
Job creation	Job creation over the last 2 years (N – N-2)
Gender balanced governance	% of women at Board level
Fostering sustainability	Dedicated ESG manager
	Existence of an ESG Policy
	Organisation of ESG trainings

Integration of these indicators in our ESG frameworks:

- Due diligence framework: these 6 indicators are integrated into our proprietary ESG Due Diligence Methodology.
- Monitoring framework: they are also included in the annual ESG monitoring conducted by Vauban Infrastructure Partners for the portfolio companies.

Sustainable investment objectives

The financial products managed by Vauban Infrastructure Partners promote environmental or social characteristics but do not have sustainable investment as the primary objective. However, in line with its investment strategy, Vauban Infrastructure Partners is nevertheless committed to making sustainable investments.

Sustainable investment definition

The definition of sustainable investment is unique and consistent across all investment funds managed by Vauban Infrastructure Partners. It is explicitly defined in the SFDR annexes (RTS pre-contractual disclosure) of each investment fund's constituent documents.

The sustainable investment definition is broken down into three steps:

- **Direct contribution**

For Vauban Infrastructure Partners, a portfolio company is considered a sustainable investment if it meets one of the criteria set out in the list of criteria for Direct Contributions, communicated in the SFDR annexe (RTS pre-contractual disclosure) of the Fund. These criteria are constructed to be eligible to all companies whatever their business sector.

	Environmental EU Taxonomy alignment $\geq 50\%$ turnover
Environmental	High energetical performance $\leq 70\text{KWh/m}^2$
	Temperature $\leq 2^\circ\text{C}$
	Social EU Taxonomy alignment $\geq 50\%$ turnover
Social	Positive job creation (ΔN and $N-2$)
	Board gender diversity $>40\%$ women

- **Do not significantly harm (DNSH) principle**

The Fund's methodology to identify sustainable investments considers the Principal Adverse Impacts (PAI), listed in Annexe 1 of the regulatory Technical Standards (EU 2022/1288), for the verification of the DNSH criterion.

In this respect, Vauban Infrastructure Partners adopts a best-effort strategy to manage potential negative impacts on these issues.

In case of a missing data for a PAI for an asset, the AIFM, through a committee including ESG function, Investment Function and Risk Function, defines cautiously a proxy as relevant as possible.

For all assets, the PAIs are analysed as DNSH with a qualitative analysis on a case-by-case basis to highlight the impacts in relation to the specific nature of the asset (sector, geography, etc.).

But in some cases, the thresholds identified are 'pre-defined' and therefore apply in the same way to all assets, regardless of their specific nature (sector, geography, etc.).

GHG emissions (scopes 1-2-3)	Pre-defined threshold uniformly applied to all assets
Exposure to companies active in the fossil fuel sector	Excluded (see "Exclusion List")
Share of non-renewable energy consumption	Pre-defined threshold uniformly applied to all assets
Share of nonrenewable energy production	Excluded (see "Exclusion List")
Energy consumption intensity per high impact climate sector	Qualitative threshold regarding asset's specific nature
Activities negatively affecting biodiversity sensitive areas	Qualitative threshold regarding asset's specific nature
Emissions to water	Qualitative threshold regarding asset's specific nature
Hazardous waste ratio	Qualitative threshold regarding asset's specific nature
Violations of UNGC and OECD Guidelines	Qualitative threshold regarding asset's specific nature
Lack of processes to monitor UNGC and OECD Guidelines	Qualitative threshold regarding asset's specific nature
Unadjusted gender pay gap	Pre-defined threshold uniformly applied to all assets
Board gender diversity	Qualitative threshold regarding asset's specific nature
Exposure to controversial weapons	Excluded (see "Exclusion List")
Non-recycled waste ratio	Qualitative threshold regarding asset's specific nature

– **Good governance**

Vauban Infrastructure Partners ensures the appropriate Environmental, Social and Governance (ESG) due diligence is performed, and that human rights, equality and anti-bribery and corruption policies are in place for each portfolio companies. Sustainable investments should be reasonably aligned with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights.

Proportion of sustainable investments in the funds

The minimum share of sustainable investment of each investment fund is detailed in the SFDR annexes of the investment funds' constituent documents.

Investment strategy

Vauban Infrastructure Partners invests in infrastructure companies owning and/or operating Infrastructure Assets expecting to bring real value to local communities, such as: health, education, utilities, digital infrastructure, mobility and public transportation. Vauban Infrastructure Partners has adopted a core 25-years "Buy & Hold" strategy, expecting to provide positive impacts to local communities over the long term.

The ESG strategy applies to all teams, investments, and processes. It is monitored internally by a dedicated ESG team and supervised by an ESG Committee which meets on a quarterly basis. The ESG strategy is also supported by external advisors who review the performance of the portfolio.

Monitoring for environmental or social characteristics

Vauban Infrastructure Partners' ESG monitoring framework includes portfolio companies' environmental or social characteristics and the compliance with regulatory standards (European Taxonomy, PAI indicators, operational data for carbon emission evaluation).

The ESG indicators are monitored through Vauban Infrastructure Partners' ESG data management tool enabling practical and consolidated follow-ups of portfolio companies. The tool is an online secured SaaS reporting platform where Vauban Infrastructure Partners' ESG monitoring framework has been implemented. Its functioning is explained in a detailed tutorial shared with the teams.

Data sources and processing

Data is collected directly from the participations and Vauban Infrastructure Partners remains dependant from these external sources. Part of the information reported by Vauban Infrastructure Partners is reviewed and/or processed by external consultants or auditors. It allows Vauban Infrastructure Partners to properly manage regulatory ESG topics with leading experts in the field, as well as to provide a four-eyes principle before passing on information to our LPs or to the general public.

Limitations to methodologies and data

Vauban Infrastructure Partners has implemented the appropriate data collection and external verification processes needed to improve the quality of its monitoring of Sustainability factors and Principal Adverse Impacts. The main limitation faced by Vauban Infrastructure Partners is data availability and reliability from the reporting provided to us from portfolio companies.

K. Main negative impacts on sustainability factors

SFDR PRINCIPAL ADVERSE IMPACTS		
Portfolio as of 31.12.2023		
FIDEPPP 2, CIF PRIME, BTP IL, CIF I, CIF II, CIF III, CIF IV		
1	GHG emissions – Scope1*	1 729 576 tCO2e
1	GHG emissions – Scope 2*	4 318 983 tCO2e
1	GHG emissions – Scope 3*	2 592 561 tCO2e
1	Total GHG emissions*	8 641 120 tCO2e
2	Carbon footprint*	2 130
3	GHG intensity of investee companies*	9 630
4	Exposure to companies active in the fossil fuel sector	14%
5	Share of nonrenewable energy consumption	45%
5	Share of nonrenewable energy production	0%
6	Energy consumption intensity per high impact climate sector	1.94
7	Activities negatively affecting biodiversity sensitive areas	36%
8	Emissions to water	N/A
9	Hazardous waste ratio	0.40
10	Violations of UNGC and OECD Guidelines	0%
11	Lack of processes to monitor UNGC and OECD Guidelines	4%
12	Unadjusted gender pay gap	7%
13	Board gender diversity	35%
14	Exposure to controversial weapons	0%
Env. 13	Non-recycled waste ratio	54%
Soc. 2	Rate of accidents	16.58

*The increase in greenhouse gas emissions is substantially affected by the consequent change in our climate expert's calculation methodology (Carbone 4) in line with recent developments in market standards, which will be applied as of now: a change in the financial allocation formula and the removal of a sector allocation to determine scope 3 they had been applying. Although this does not necessarily explain it in its entirety, and variations can occur depending on the data reported to Vauban IP.

L. Policies to identify and prioritise the main negative impacts

Sustainability factors are defined by SFDR as “environmental, social and employee matters, respect for human rights, anti-corruption and anti-bribery matters”.

Vauban Infrastructure Partners considers principal adverse impacts of its investment decisions on sustainability factors. The present statement is the consolidated statement on principal adverse impacts on sustainability factor of Vauban Infrastructures Partners and the investment funds it manages.

Identification and prioritisation of principal adverse sustainability impacts

Vauban Infrastructure Partners has defined an ESG Policy which defines the guidelines on the identification and prioritisation of principal adverse sustainability impacts and indicators. A detailed version of the ESG Policy, the ESG Guide, is also available to our employees with an in-depth description of the different ESG processes.

- **SFDR Principal Adverse Impacts are notably considered during the due diligence phase**

Our proprietary ESG Due Diligence Methodology refers to an overarching framework that is implemented to ensure consistent analysis while considering the sectorial distinctiveness of our wide-ranging assets. Under this in-house framework, ESG risks & opportunities are defined taking into consideration both the Sustainability Accounting Standards Board (SASB) and the United Nations Sustainable Development Goals (UN SDG) frameworks.

It is a contextualised methodology: sector specificities and geographical characteristics will be considered by investment teams to assess the ESG materiality of the deals analysed. ESG issues will be identified and analysed differently by investment teams depending on whether the project is greenfield or brownfield.

- **SFDR Principal Adverse Impacts are systematically considered during the ownership phase**

ESG indicators (including SFDR PAIs) are monitored through our ESG data management tool enabling practical and consolidated follow-up of portfolio companies. The tool is an online secured SaaS reporting platform where Vauban Infrastructure Partners' ESG monitoring framework has been implemented.

M. Engagement policy

The shareholder engagement and voting policy is publicly available

The Shareholder Engagement Policy describes “how the company integrates its shareholder role into its investment strategy”, and the results are disclosed annually on our website.

SHAREHOLDER ENGAGEMENT AND VOTING POLICY	
Shareholder Engagement Policy	Report on Shareholder Engagement

Dialogue with portfolio companies

The funds managed by Vauban IP invest almost exclusively in unlisted assets.

The dialogue with the holding companies is a major element of Vauban IP's shareholder commitment. Vauban IP teams meet regularly with the directors and senior executives of the companies in the portfolio. The dialogue is structured:

- On the one hand, formally through systematic participation on the boards of directors (or other management bodies) of these companies. During these meetings, the representatives of Vauban IP act in the company's social interest. The exchanges and decisions taken by the management bodies concern in particular the validation of budgets, the formalization of objectives, the ESG policy (a checklist of ESG points to be addressed is available internally for employees), financial results, monitoring of risks.
- On the other hand, informally via ad hoc committees or meetings, telephone or email exchanges or ad hoc requests. These meetings make it possible to follow and support companies in achieving both financial and non-financial objectives.

Please refer to D

N. References to international standards



United Nations Principles for Responsible Investment (UN PRI)

We are signatories since 2020 and members of the Advisory Board of the Infrastructure Committee since 2022



Task Force on Climate-related Financial Disclosures (TCFD)

We support the TCFD since 2020 and provide climate-related disclosure thanks to our partnership with a leading external advisor



IFRS Sustainability Alliance

In 2022 we joined this global membership programme for sustainability standards, integrated reporting, and integrated thinking



UN SDGs and SASB

We align our investment strategy with the identification of impacts notably through the lens of the UN SDGs and SASB frameworks



Global Investor Statement to Governments on the Climate Crisis

We take part to the common leadership agenda to urge governments to implement the policy actions needed to respond to the climate crisis



Initiative Climat International (iC International)

We are signatories since 2022, joining forces with other private equity firms to contribute to the Paris Agreement's objective



France Invest, ESG commission

As members, we contribute to develop and foster ESG within the French Private Financial Industry