

### **Annual report 2023**

# under Article 29 of the French Energy and Climate Law

#### **FOREWORD**

Hy24 is a French management company approved by the AMF under n° GP-202171 on 19 November 2021.

Hy24 is subject to the Regulation (EU) 2019/2088 on sustainability-related disclosures in the financial services (known as the "SFDR") and the Regulation (EU) 2020/852 on the establishment of a framework to facilitate sustainable investment (known as the "Taxonomy Regulation").

As a French management company, Hy24 is also subject to Article 29 of the Energy and Climate Law no. 2019-1147 of 8 November 2019 (known as the "LEC") and its implementing Decree no. 2021-663 of 27 May 2021 that articulates ESG disclosure requirements for financial market participants at the EU and French level. This report complies with the requirements of Article 29 of Law no. 2019-1147 of November 8, 2019 and its implementing decree no. 2021-996 published on May 27, 2021. As required by the AMF instruction DOC-2008-03, it is based on the structure described in Appendix A available on ROSA for entities with less than 500m€ under management.

## Part A: Hy24's general approach on taking into account environmental, social and quality of governance criteria

#### 1. Hy24's approach to the integration of ESG

#### 1.1. Hy24's ESG-driven strategy

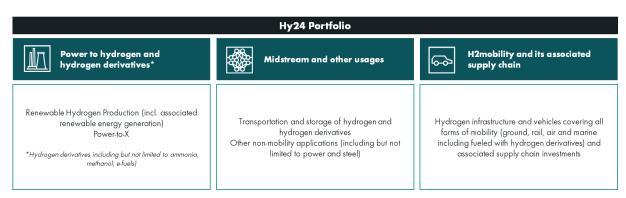
Hy24's strategic purpose is to accelerate the global energy transition through investments in strategic infrastructure projects relying on clean hydrogen. In doing so, the Management Company aims to create sustainable value across the hydrogen value chain, significantly contribute to climate change mitigation and build the infrastructure needed for tomorrow's sustainable energy models.

Hydrogen has a key role to play in the energy transition, in particular as an enabler of renewable and low-carbon energy in the industrial, transport and energy sectors. Most energy transition scenarios account for a **large increase in hydrogen production and a rapid shift in the sources of energy for its generation**. According to IRENA's 1.5°C energy transition scenario, electrolyser capacity should increase from 0.3 GW in 2021 to 5000 GW in 2050, and green hydrogen should contribute to 10% of total carbon emissions abatements.

Hence, by investing in low-carbon hydrogen production, storage and distribution, as well as in the clean hydrogen supply chain, Hy24 is **directly contributing to reducing and/or avoiding carbon emissions with a view to support the long-term global warming objectives of the Paris agreements.** 

Hy24 has set a clear sectoral boundary to its investments under it's first fund, the Clean H2 Infra Fund, with a goal to target opportunities in the hydrogen sector with a focus on three main pillars: (i) power to hydrogen and hydrogen derivatives, (ii) midstream and other usages and (iii) H2mobility and its associated supply chain, while keeping the flexibility to support other hydrogen activities.

Figure 1: Sectoral boundaries of Hy24's investments under the Clean H2 Infra Fund.



Hy24 currently manages two funds: the Clean H2 Infra Fund and the Clean Hydrogen Equipment Fund. Both funds have a sustainable investment objective in the meaning of Article 9 of the Regulation (EU) 2019/2088 of 27 November 2019 on sustainability-related disclosures in the financial sector:

The Clean H2 Infra Fund aims to directly contribute to reducing and/or avoiding carbon emissions by investing in low-carbon hydrogen production, storage, and

- **distribution**, in line with the long-term global warming objectives of the Paris agreements.
- The Clean Hydrogen Equipment Fund on the other hand seeks to accelerate and scale up the commercialization of technologies, products, and services enabling the integration of renewable and low-carbon energy, clean transportation, and energy system decarbonization through hydrogen production, transport, storage, distribution, and utilization.

Additionally, the manufacture, transmission, storage and use of hydrogen for transportation and energy production of hydrogen are **already embedded in the EU Taxonomy framework as well as in the EU's pathway towards net zero emissions.** In this regard, Hy24 aims to align, when relevant, its assets with the EU Taxonomy criteria for contributing to climate change mitigation.

Hy24 has completed its Diversity and Inclusion Policy which was validated by Hy24 Executive Committee. Diversity and inclusion targets have been set for the Investment Committee to reach 25% of women by 2030, 30% by 2035, as well as for the investment teams where the target is to achieve 40% of women representation by 2030. Hy24 is making progress toward these targets. As of 31/12/2023, 17% of the Investment Committee was made up of women. The percentage of women in the investment teams was 33%.

Hy24 collects and analyses CO<sub>2</sub> data at the Management Company level with the objective of reducing its own carbon footprint to be consistent with its funds' objectives of supporting the long-term global warming objectives of the Paris agreement. The Management Company is also investing more resources into its data management and benchmarking capacities to improve the quality of its ESG analysis and reporting.

#### 2. ESG in Hy24's Governance

Hy24 has developed a dedicated governance structure to ensure that its funds' sustainability objectives are achieved.

#### At the operational level:

- The **Investment team**, which is directly in charge of deal flow screening, due diligences, and engagement with portfolio companies, is responsible for implementing Hy24's Responsible Investment Procedure.
- The ESG team, composed of Hy24's General Counsel and Head of ESG and Public Affairs, with the support of a team of dedicated analysts and operating partners, supports the investment teams in the implementation of the Responsible Investment Procedure through sustainability-specific expertise. The team is also in charge of implementing portfolio-level aspects of the Responsible Investment Procedure, including LP reporting and overall portfolio performance review.
- The **ESG working group**, composed of Hy24's ESG team, members of Hy24's investment team as well as representatives of Ardian's ESG team, helped define the initial ESG framework, including the Responsible Investment Procedure and helps overseeing the implementation of the Hy24's ESG policy.

#### At the strategic level:

Hy24 has formed a **strategic Sustainability Committee** presided by Ardian's Head of Sustainability and composed of Hy24's President, Director General, and Executive Committee, as well as external expert advisors and experts from Ardian's sustainability team. This

Committee formally meets annually to review the Responsible Investment Procedure, the funds' level of alignment with its sustainability objectives, and to bring a critical and prospective view on the ESG policy.

In addition, external advisors are consulted on an ad hoc basis to provide advice on specific investment opportunities and their contribution to the funds' global sustainability objectives.

#### 3. Hy24 staff sustainability aligned compensation-policy<sup>1</sup>

Hy24 considers sustainability risks in its remuneration policy in accordance with the most recent regulations in the EU and in France.

Hy24 employees' annual variable remuneration is partly defined by the two following targets:

- 100% of the funds' assets are economically sustainable activities within the meaning of the SFDR (which includes assets in a transition phase integrating a strategic action plan to meet the funds' sustainability criteria, as defined in the funds' precontractual documents), and
- 100% of the funds' deal processes fully integrate ESG, as described in the section below, namely through relevant screening and pre-investment analyses and holding period reporting.

#### 3.1. ESG integration in the investment process

In order to achieve its purpose, Hy24 has placed ESG and sustainable investment at the core of its investment strategy and has operationalised this approach within its <u>Responsible Investment Policy</u>. The policy is regularly updated to reflect regulatory evolution and clarification, especially within the space of Sustainable Finance and EU Taxonomy Disclosure Regulations.

Hy24's Responsible Investment Policy relies on the following strategic pillars:

- Positive impact: Hy24's Clean H2 Infra Fund targets exclusively clean hydrogen infrastructure projects and aims to drive continuous improvement to the energy market, through our support to hydrogen technologies. The Clean Hydrogen Equipment Fund focuses on investments in the Clean Hydrogen sector, in companies active in the manufacturing of equipment necessary to produce hydrogen, to convert it to other energy carriers, to transport, store and distribute it and in equipment necessary for enduse. The latter includes investments not only in original equipment manufacturers (OEM), but also in suppliers, sub-suppliers of critical systems as well as components, sub-components, and tooling.
- **Risk Management:** Hy24 implements a selective investment policy in well-defined infrastructure segments, adding-in screening criteria and continuous monitoring.
- **Business Ethics:** Hy24 follows a rigorous policy in order to protect its operations from related risks and operates in highly strategic business with complete integrity.

The core of Hy24 ESG-driven strategy is the **full integration of ESG matters in the investment process**:

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<sup>&</sup>lt;sup>1</sup> See Article 5 of the SFDR

Commercializati Asset Investment **Pre-investment Transaction** Exit on of the Fund Management COMFX + FSG Te Gates & Screening & Initial Deal qualification and review approval Periodic ESG meeting Decision Side-letters Contracting and closing making ESG / sustainability ESG Capacity building Annual reporting Highlighting ESG Taxonomy screening Key steps positioning of the Preliminary screening to confirm either (1) the current eligibility of the company to Memorandum Hv24 monitors a set of Fund Hy 24 works with the asset to build capacities Presentation of due inability-related KPIs Presentation of the outcomes company's sustainability Definition of degree of diligence conclusions ambition relative to the EU Taxonomy or (2) the including the ESG due phase performance, using the sustainability objectives pursued by the Fund. viability of a roadmap to transform the company and ensure its future eligibility to appropriate means given on the exit context diligence's conclusions Monitor, collect and Degree of alignment report sustainability with Taxonomy, in particular TSC on alignment and Pre-contractual disclosure sustainability risk indicators Responsible exit management, and directly informs the investment decision the EU Taxonomy Climate impact KPIs related to the Fund's Build up necessary Assessment of potential Co-investors assessment buyers' strategy with regards the Taxonomy Legal obligations processes / associated with the ESG Confirmation that co-investors sustainability objectives documentation Deal contracting alignment objectives pursued over the Hy24 holding period, with the information (content and form) that needs to be also consider the company' meeting social and governance as defined abo EU Taxonomy alignment as a Contracting documents Sustainability risks and disclosed to (potential) include a clause whereby strategic priority requirements the Company commit the achievement of Fund's sustainability management KPIs. nmits to aim of ensuring that the Due diligence Improve degree of company's positive impacts are maintained beyond Hy24's ownership... ESG commitments in Reports on continued alignment with the EU SFDR's regulatory framework: Systematic analysis of ESG alignment with investor agreemen practices based on the pre objectives Investor requests may investment checklist and duebring additional ESG diligence framewor includes a thorough **Action Plan** including taxonomy and policy A detailed ESG action requirements as condition for investment Taxonomy alignment plan is drawn up and RED II, IRA, etc.) assessment

 incl Due Diligence report findings

ESG Action Plan

Figure 2: Overview of intended process of ESG Integration in Hy24's investment process2

#### **Investment Screening**

Sustainable investment

· ESG Due Diligence

Pre-contractual

Documents

- **Pre-due diligence phase:** As Hy24 refrains from investing in activities that are not in line with its sustainability objectives during the pre-investment stage, it conducts a preliminary screening to ensure that the opportunity is aligned within the funds' sectoral targets and strategic purpose.

· ESG Action Plan

- Assessment of co-investors' sustainability priorities: Hy24 performs an assessment of co-investors' priorities and interests on sustainability topics, namely with regards to the EU Taxonomy alignment objectives. Investment teams are required to confirm that co-investors also consider the company's EU Taxonomy alignment as a strategic priority.

#### **Pre-investment phase**

- ESG due diligence: The investment team, with support from the ESG team and, if necessary, external advisors, performs an extensive ESG due diligence assessment which focuses on the company's positioning vis-à-vis the funds' sustainability objectives. When applicable, this due diligence assesses the company's level of alignment with the EU Taxonomy as well as its practices and performance in terms of sustainability risk management.
  - As the funds are classified as Article 9 as defined by the EU SFDR, Hy24's ESG due diligence process will confirm that the investment target:
    - substantially contributes to the environmental objectives pursued by the funds or has the transformation potential to do so;
    - does no significant harm to other environmental objectives:

• ESG positioning

· Buyer strategy

presentations (e.g. co

Reporting & monitoring

<sup>&</sup>lt;sup>2</sup> The process below indicates the intended process for integration of ESG considerations throughout the investment process. This process may be adapted, depending on the specific situation of individual deals.

- carries out its activities in compliance with the minimum safeguards, by reference to the OECD Guidelines for Multinational Enterprises, the UN Guiding Principles on Business and Human Rights based in accordance with a materiality assessment.
- When relevant, the ESG due diligence will also evaluate the target's potential
  to align with the criteria of the EU Taxonomy. If the assessment determines that
  taxonomy alignment is not relevant, it will duly substantiate the reasons behind
  this choice.
- Investment decision: Hy24 investment teams prepare an Investment Memorandum that presents due diligence conclusions, including the ESG due diligence. This Memorandum is presented to the Investment Committee, which issues the investment recommendation leading to the transaction decision. Depending on the materiality of ESG risks identified in the due diligence phase and the maturity of the company's mitigation practices, corrective actions may be embedded into a post-acquisition plan.
- **Deal contracting:** Contracting documents issued by Hy24 include an ESG clause requiring the company's alignment with the funds' sustainability objectives.

#### Ownership phase and portfolio management

During the ownership phase, Hy24 undertakes an engagement campaign with its portfolio companies, with the goal of improving their maturity on ESG priorities, building internal capacity within each asset and, if it was not yet the case, assisting them to comply with the regulatory requirements of the SFDR and seek maximum alignment with the EU Taxonomy when relevant. In doing so, Hy24 ensures that portfolio companies are committed to maximising their positive impact and minimising their potential negative impact on their stakeholders and the environment. This engagement campaign was also key for Hy24 to meet its ambitions of fostering the hydrogen infrastructure in a sustainable way.

To do so, Hy24's ESG team developed an **ESG Monitoring & Reporting Framework**, which compiles an individual **Action Plan**, and a **Data Monitoring Sheet** to collect and track the sustainability KPIs and Principal Adverse Impact (PAI) indicators for each of portfolio companies. Through this monitoring system, Hy24 ensures its portfolio's **continued alignment with the EU SFDR's regulatory framework** and contributes to the **continuous improvement of its portfolio companies**. Where relevant, Hy24 supports capacity building at portfolio company level to ensure the necessary capacities exist and are adequately supported to manage and deal with ESG risks.

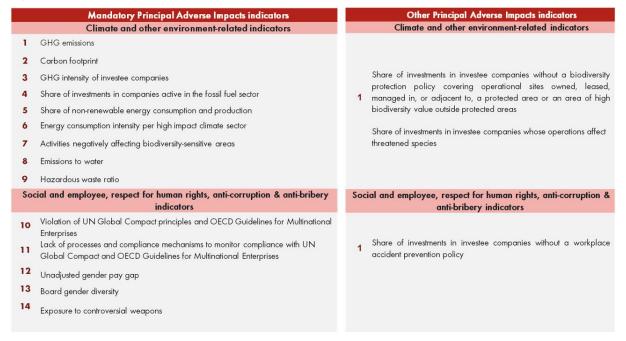
These Action Plans act as roadmaps for the portfolio companies, defining their priorities for ESG implementation, and guiding them in understanding the regulatory context by translating regulatory requirements into actionable measures. The Action Plans are updated along the year as supervisory authorities provide updates on the application of the regulation, through Q&As or European Commission notices.

Through the **Data Monitoring Sheet**, Hy24 can **collect and track a set of sustainability related KPIs** for each portfolio company. Those KPIs can be gathered under two categories:

- **Climate impact KPIs**, which directly highlight the extent to which each portfolio company is aligned with the funds' strategic purpose and sustainability objectives, as defined above.

Sustainability risks and externalities management KPIs, which measure the extent
to which each portfolio company is managing potential sustainability risks and
opportunities associated with its operations and value chain. These KPI include the PAI
indicators as referred to in the Annex I of the Commission Delegated Regulation (EU)
2022/1288 of 6 April 2022.

Figure 3: List of Mandatory and optional Principal adverse impact indicators monitored by Hy24



Through the ESG Monitoring & Reporting Framework, Hy24 ensures its portfolio's **continued alignment with the EU SFDR's regulatory framework** and contributes to the **continuous improvement of its portfolio companies**. Where relevant, Hy24 supports capacity building at portfolio company level to ensure the necessary capacities exist and are adequately supported to manage and deal with ESG risks.

#### **Exit phase**

At exit, Hy24 highlights the portfolio company's sustainability performance, using appropriate means given the context (e.g., case study, vendor due diligence, etc.).

In addition, Hy24 also assesses the extent to which **potential buyers' sustainability interest** are aligned with the funds' sustainability objectives pursued over the Hy24 holding period, with the aim of ensuring that the company's positive impacts are maintained beyond Hy24's ownership. In this context, when the specific exit context allows it, Hy24 plans also to request a commitment from the buyer to maintain the asset's alignment with the SFDR and, if relevant, the EU Taxonomy.

#### 4. Engagement with stakeholders

Hy24 aims to bring together institutional investors and industrial companies to create investment opportunities for clean hydrogen projects around the world.

#### 4.1. Engagement with issuers

Throughout the holding period, Hy24 maintains a constant dialogue with the **portfolio company's management teams** and actively monitors the evolution of their ESG practices. This is done with the support of external consultants and through Hy24 ESG Monitoring & Reporting Framework, which provides concrete measures and actions for portfolio companies to **comply with the EU Taxonomy** applicable to their activities and build **ESG reporting capabilities.** Quarterly meetings are held with portfolio companies to discuss updates and provide **technical and regulatory support** for the completion of the ESG Monitoring & Reporting Framework.

As a regulated alternative investment fund manager, Hy24 has adopted a **Shareholder Engagement Policy** which sets out the terms and conditions on which the Management Company intends to exercise the voting rights attached to the shares held by the funds it manages. It defines the organisation of the exercise of voting rights, the methods of exercising voting rights and the voting policy principles to be respected by Hy24's representatives. The policy has been written in accordance with the French Monetary and Financial Code<sup>3</sup> and is publicly available on Hy24's website.

Hy24 published its <u>Annual report on the exercise of voting rights</u> for 2023. It provides statistics based on the resolutions casted in the General Meetings by Hy24 on the behalf of the Clean H2 Infra Fund. The following table presents selected indicators for the 2023 financial year:

Indicator	2023 performance
Number of companies in which Hy24 has voting rights	6 Companies
Number of General Meetings in which Hy24 exercised its voting rights	8 out of 9 General Meetings
Number of resolutions voted	38
Number of conflicts of interest situations in relation to the exercise of its voting rights	0

#### 4.2. Engagement with its co-investors and Limited Partners

Hy24's engagement approach is a **collaborative effort that involves its co-investors**. The ESG and investment teams work closely with them to align expectations on ESG matters, which often involves joint meetings with portfolio companies or bi-lateral meetings between Hy24 and its co-investors. This collaboration is crucial for maintaining a **coherent and consistent dialogue with portfolio companies**, as it ensures the coordination and alignment of ESG ambitions. In 2023, Hy24 held several meetings with the co-investors of its portfolio companies. These meetings focused on discussing their ESG priorities, Action Plans, as well as the organisations in terms of ESG reporting.

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<sup>&</sup>lt;sup>3</sup> Articles L.533-22, R.533-16 and R.533-16-0 of the CMF

Moreover, Hy24 makes every effort to meet investors' expectations, facilitate their access to information, and provide them with clear and transparent information based on **regular and value-added reporting**. Annual ESG reports are sent to investors to describe the progress made during the reference period, based on information collected through Hy24's ESG Monitoring & Reporting Framework. These reports include all information required by the applicable regulations, such as the SFDR or the EU Taxonomy. In addition, Hy24 voluntarily responds to all requests for ESG data from it's LPs, supporting them in meeting their own commitments to transparency and impact monitoring. Finally, Hy24 also reports annually to the PRI, providing information on the integration of ESG into its investment process.

#### 4.3. Engagement with public bodies and industry associations

Hy24 is actively engaged in public policy development. In line with our objective to contribute to climate change mitigation, Hy24 participates in public consultations, supporting the development of policies which enable the integration of renewable and low-carbon energy and the reduction of CO2 emissions. Hy24 is a member of four industry associations: Hydrogen Europe (EU), France Hydrogene (FR), the German Hydrogen Association, DVW (DE) and NL Hydrogen (NL) and is a donor to the H2 Global Foundation. Hy24 also engages in dialogue with the European Commission, providing input and feedback in the development of support policies for hydrogen (H2 Bank) and supporting the effective implementation of the Renewable Energy Directive. In order to increase the transparency of our activities in the field, Hy24 is registered in the EU's transparency register, with the number 206603551117-18. Hy24 has also met with representatives of the Danish authorities to express it's views on a rapid and effective implementation of the Renewable Energy Directive in Denmark

#### 5. Adherence and participation in collective initiatives

Hy24 believes in the benefits of engaging with its peers and the wider investment industry to collectively address current and future economic, environmental, and social challenges.

As such, Hy24 is a provisional signatory of the **UN Principles for Responsible Investment** and, in this context, is committed to applying the six principles in its investment approach. The UN Principles for Responsible Investment urge investors to integrate environmental, social and governance issues into their decision-making to better manage risks, generate sustainable returns and have a positive impact on society as a whole.

The Clean H2 Infra Fund has been granted the LuxFLAG Applicant Fund Status.

#### 6. Sustainability risks management policy

Hy24 has operationalised integration of ESG risks through its extensive engagement campaign, where it **supports the continuous improvement of its portfolio companies**. This includes, where relevant, supporting capacity building at portfolio company level to ensure the **necessary capacities exist to manage and deal with ESG risks**.

Among the risks taken into consideration, a **special emphasis** is put to risks associated with **climate change and biodiversity.** 

#### 6.1. Integration of climate-related risks

Climate change impacts constitute a key topic of Hy24's materiality analysis. Climate risks are fully integrated in the decision-making process and closely monitored throughout the holding period of the target investments. In line with global commitments and the French and European legislations, Hy24 monitors the portfolio exposure to climate change risks and assesses its contribution to the Paris Agreement objective. Hy24 also keeps track of its alignment with the EU Taxonomy climate change mitigation objective by reporting on the compliance with applicable requirements, including requirements relating to climate change adaptation.

#### 6.2. Integration of biodiversity risks

Biodiversity preservation is a key issue for the energy sector, and an essential pillar of the recent French Legislation. Moreover, as the Fund targets the maximum Taxonomy- alignment of its activities, the monitoring and mitigation of biodiversity impact is central in the development of hydrogen production and distribution infrastructures. Consequently, the biodiversity topic is integrated at different stages of Hy24's investment process.

Through its due diligence approach, Hy24 seeks to confirm that the investment target does not significantly harm biodiversity (see 3.1. ESG integration in the investment process above). Based on the due diligence results, the protection of biodiversity is then integrated in the action plans developed by Hy24 for its portfolio companies, with the objective to support them managing their main impacts and mitigating biodiversity risks.

During the holding period, Hy24 supports its portfolio companies by reviewing documentation related to EIA (Environmental Impact Assessment) and EIA screening and providing tools to help identify potential additional biodiversity risks (e.g., identifying the presence of sites in or near biodiversity sensitive areas).

Specific indicators related to biodiversity are monitored during the holding period, pursuant to the Principle Adverse Impact indicators framework, namely: share of investment negatively affecting biodiversity sensitive areas and share of operations affecting threatened species.

#### 6.3. Measuring CO2 emissions at Hy24 and Investment level

Hy24's core sustainability objective is to contribute to climate change mitigation. As a result, we measure Co2 emissions (scope 1, 2 and 3) both at the level of the management company, as well for all investments made.

In 2023, Hy24's total (scope 1,2 and 3) emissions were 589t Co2e (excl. investments), 99% of which were scope 3 and 50% resulting from travel. In order to address this category, we have adopted a travel policy in 2023.

In 2023, Hy24's investments contributed to the avoidance of 2,808 tCO2e CO2 emissions through the production, use or distribution of renewable energy and hydrogen.

### Part B: Assets under management taking ESG quality criteria into account

Hy24 currently manages two funds: the Clean H2 Infra Fund and the Clean Hydrogen Equipment Fund. Both funds have a sustainable investment objective in the meaning of Article 9 of the SFDR.

Fund	SFDR Classification	Asset class
Clean H2 Infra Fund	Article 9	Infrastructure
Clean Hydrogen Equipment Fund	Article 9	Private Equity

#### **Clean H2 Infra Fund**

The Clean H2 Infra Fund aims to accelerate the global energy transition through **investments** in strategic infrastructure projects relying on clean hydrogen. As such, Hy24 classifies the Clean H2 Infra Fund as an "Article 9" fund as defined by the SFDR and will comply with its requirements.

The Clean H2 Infra Fund embarked on its investment journey in 2022 with three significant stakes. These included (i) Enagas Renovables in Spain, a company that develops and coowns assets for renewable energy, renewable hydrogen, and biogas production. (ii) H2 Mobility Germany, a specialist in the construction and operation of hydrogen refuelling stations. (iii) Hy2gen in France, a company aiming to produce renewable hydrogen and its derivatives such as ammonia.

In 2023, Hy24 continued its strategic investments with three additional stakes in companies significantly contributing to the development of clean hydrogen infrastructure. These included (iv) Everfuel in Denmark, a company specialising in the development, distribution, and fuelling solutions for renewable hydrogen. (v) H2 Green Steel in Sweden, the world's first large-scale green steel plant. (vi) Elyse Energy in France, a pioneer in the production of e-methanol and sustainable aviation fuels.

These six portfolio companies represent the perimeter of the period covered by the reporting requirement for 2023. Hy24 Responsible Investment Policy and ESG investment process apply to all of them. Thus, all assets under Hy24's management in 2023 have taken ESG criteria into account and respect the entity's ESG strategy.

#### **Clean Hydrogen Equipment Fund**

The Clean Hydrogen Equipment Fund investments has not completed investments in 2023.