# Article 10 (SFDR)

# Website disclosure for an Article 9 fund

**Bamboo Energy Fund S.A., SICAV-RAIF – Sub-Fund Bamboo Energy Access Multiplier**

<table>
<tr><th>Product name: Bamboo Energy Fund S.A., SICAV-RAIF – Sub-Fund Bamboo Energy Access Multiplier (the “Sub-Fund”)</th><th>Legal identity identifier: N/A</th></tr>
<tr><td colspan="2">Does this financial product have a sustainable investment objective?</td></tr>
<tr><td>☒ Yes</td><td>☐ No</td></tr>
<tr><td>☒ It will make a minimum of sustainable investments with an environmental objective: 40%<br><br>☐ in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br><br>☒ in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy</td><td>☐ It promotes Environmental/Social (E/S) characteristics and while it does not have as its objective a sustainable investment, it had a proportion of __% of sustainable investments<br><br>☐ with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br><br>☐ with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy<br><br>☐ with a social objective</td></tr>
<tr><td>☒ It will make a minimum of sustainable investments with a social objective: 40%</td><td>☐ It promotes E/S characteristics, but will not make any sustainable investments</td></tr>
</table>

## A. Summary

**<u>English version :</u>** The Sub-Fund aims to invest in businesses that help reduce energy poverty whilst contributing to protecting the environment, and fostering fairer, healthier, and more inclusive livelihoods. The Sub-Fund specifically targets finance solutions that contribute to climate change adaptation and mitigation through the reduction of greenhouse gas (GHG) emissions, thus improving their sustainability. In line with this, the Sub-Fund only invests in businesses employing renewable energy technologies and solutions.

To ensure that Sub-Fund attains its sustainable investment objective, the Sub-Fund has defined clear steps as part of its investment strategy. First, during the pre-investment phase, the Sub-Fund’s investment team assesses the alignment of potential investments with the Sub-Fund’s investment thesis and Exclusion List. Second, during the due-diligence phase, the investment team conducts further on-site analyses on the expected impact of the company towards accelerating access to energy for off-grid communities in developing countries in Africa and Asia and in terms of climate change mitigation and adaptation. Third, an investment memo is prepared and submitted to the Sub-Fund’s investment committee, containing a description of the alignment of the company with the impact goals of the Sub-Fund, and which informs the investment committee’s decision to finance the company or not. Fourth, during the negotiation of terms for investment, the Sub-Fund’s team and the investee agree on selected output/outcome indicators which the investee will report on to the Sub-Fund team on a defined frequency. Fifth, during the duration of the investment, investee companies send regular reports on the defined list of impact indicators on a defined frequency. The Sub-Fund team monitors the data collected and reviews assumptions based on new evidence. Through this monitoring process, the Sub-Fund further seeks to capture and assess information to support performance improvements. As an equity and quasi-equity investor, the Sub-Fund purports to sit on the board of its investee companies, overseeing and contributing to social and environmental performance and impact issues alongside financial matters. Sixth, the Sub-Fund seeks to divest to trustworthy investors who will allow and enable the companies to pursue their mission and vision. The Sub-Fund also aims for an organized, simple, fair and transparent divestment process.

The Sub-Fund's impact and ESG management process is deployed throughout the lifetime of each investment. The binding elements of the investment strategy must be applied by the Sub-Fund's investees at each stage of the investment process: (i) Alignment with the Sub-Fund's impact objective of investing in businesses that help reduce energy poverty whilst contributing to protecting the environment, and fostering fairer, healthier, and more inclusive livelihoods ; (ii) Compliance with the Sub-Fund's Exclusion List; (iii) Compliance with national applicable national laws on labour, environment, health, safety and social issues, as well as with the above-mentioned international principles of respect for human rights and international conventions of the International Labour Organization (ILO); (iv) Possession of all necessary environmental and social permits applicable to the activity of the company.

Finally, in an effort to measure the attainment of the social and environmental objectives of the Sub-Fund's sustainable investments, key indicators that will be measured across the portfolio have been defined (cf. 'Monitoring of sustainable investment objective').

**French version :** Le Sous-Fonds se concentrera sur les investissements dans des entreprises qui contribuent à réduire la pauvreté énergétique tout en contribuant à protéger l'environnement et à favoriser des moyens de subsistance plus équitables, plus sains et plus inclusifs. Le Sous-Fonds accordera une attention particulière au financement de solutions qui permettent l'adaptation au changement climatique et réduisent les émissions de gaz à effet de serre (GES), améliorant ainsi leur durabilité. Dans cette optique, les investissements du Sous-Fonds ne seront effectués que dans des entreprises utilisant des technologies et des solutions d'énergie renouvelable.

Pour s'assurer que le Sous-Fonds atteigne son objectif d'investissement durable, le Sous-Fonds a défini des étapes claires dans le cadre de sa stratégie d'investissement. Premièrement, pendant la phase de préinvestissement, l'équipe d'investissement vérifie que les clients potentiels remplissent les critères d'impact du Sous-Fonds et qu'ils ne sont pas sur la liste d'exclusion du Sous-Fonds. Deuxièmement, durant la phase de diligence raisonnable, l'équipe d'investissement effectue d'autres analyses sur place sur la contribution attendue de l'entreprise à l'objectif d'impact global du Sous-Fonds d'accélérer l'accès à l'énergie pour les communautés hors-réseau dans les pays en développement d'Afrique et d'Asie et en termes d'atténuation et d'adaptation au changement climatique. Troisièmement, une note d'investissement est préparée et soumise au comité d'investissement du Sous-Fonds, contenant une description de l'alignement de l'entreprise avec les objectifs d'impact du Sous-Fonds, et qui informe la décision du comité d'investissement de financer ou non l'entreprise. Quatrièmement, lors de la négociation des conditions d'investissement, l'équipe d'investissement du Sous-Fonds et le client conviennent d'indicateurs d'impact sélectionnés, dont les entreprises clientes feront rapport à l'équipe du Sous-Fonds à une fréquence définie pendant la durée de l'investissement. Cinquièmement, pendant la durée de l'investissement, les entreprises bénéficiaires envoient des rapports réguliers sur la liste définie d'indicateurs d'impact à une fréquence définie. L'équipe du Sous-Fonds surveille les données collectées et examine les hypothèses sur la base de nouvelles preuves. Grâce à ce processus de suivi, le Sous-Fonds cherche en outre à capturer et à évaluer les informations pour soutenir les améliorations de performance. En tant qu'investisseur en fonds propres et quasi-fonds propres, le Sous-Fonds prétend siéger au conseil d'administration de ses sociétés bénéficiaires, supervisant et contribuant à la performance sociale et environnementale et aux questions d'impact parallèlement aux questions financières. Sixièmement, le Sous-Fonds cherche à céder ses parts auprès d'investisseurs dignes de confiance qui permettront aux entreprises de poursuivre leur mission et leur vision. Le Sous-Fonds vise également un processus de désinvestissement organisé, simple, équitable et transparent.

Le processus de gestion d'impact et ESG du Sous-Fonds est déployé tout au long de la durée de vie de chaque investissement. Les éléments contraignants suivants de la stratégie d'investissement doivent être appliqués par les bénéficiaires du Sous-Fonds à chaque étape du processus d'investissement : (i) Alignement avec l'objectif d'impact du Sous-Fonds consistant à investir dans des entreprises qui contribuent à réduire la pauvreté énergétique tout en contribuant à protéger l'environnement et à favoriser des moyens de subsistance plus justes, plus sains et plus inclusifs ; (ii) Conformité avec la liste d'exclusion du Sous-Fonds ; (iii) Respect des lois nationales applicables, y compris celles relatives au travail, à l'environnement, à la santé, à la sécurité et aux questions sociales ; (iv) Respect des principes internationaux de respect des droits de l'homme et des conventions internationales de l'Organisation Internationale du Travail (OIT) et des conventions internationales relatives à l'environnement ; (v) Possession de tous les permis environnementaux et sociaux nécessaires applicables à l'activité de l'entreprise.

Enfin, dans le but de mesurer l'atteinte des objectifs sociaux et environnementaux des investissements durables du Sous-Fonds, des indicateurs qui seront mesurés sur l'ensemble du portefeuille ont été définis (cf. 'Monitoring of sustainable investment objective').

## B. No significant harm to the sustainable investment objective

### How are the indicators for adverse impacts taken into account?

The indicators for adverse impacts on sustainability factors taken into account by the Sub-Fund as presented in the table below (indicators from Table 1 of Annex I – Regulation (EU) 2019/2088). Details on how they are considered are also provided:

| Adverse sustainability indicator | | Metric | Actions taken |
|---|---|---|---|
| **Climate and other environment-related indicators** | | | |
| **Greenhouse gas emissions** | 1. GHG Emissions | Scope 1 GHG emissions | As per the Sub-Fund's investment strategy, during the due-diligence phase, the investment team assesses potential investee companies' contribution towards increasing access to affordable clean energy for people who have either no connection to the electric grid or are served by an unreliable grid with frequent power cuts. The Sub-Fund pays particular attention to finance solutions that reduce greenhouse gas (GHG) emissions. In addition, the Sub-Fund collects the following data from investee companies to ensure it attains its environmental objective:<br>a) Number of connections: number of new or additional connections to the main grid, as a result of the Sub-Fund's investment, or the number of connections from a mini-grid, or number of stand-alone 'connections', including from solar home-systems.<br>b) GHG emissions saved (tons of $CO_2$ equivalent per year)<br>As such, companies operating in sectors that are the largest contributors to GHG emissions or who are active in the fossil fuel sector are not eligible for financing, as they do not meet the Sub-Fund's investment objective. |
| | | Scope 2 GHG emissions | |
| | | Scope 3 GHG emissions | |
| | | Total GHG emissions | |
| | 2. Carbon footprint | Carbon footprint | |
| | 3. GHG intensity of investee companies | GHG intensity of investee companies | |
| | 4. Exposure to companies active in the fossil fuel sector | Share of investments in companies active in the fossil fuel sector | |

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| | 5. Share of non-renewable energy consumption and production | Share of non-renewable energy consumption and non-renewable energy production of investee companies from non-renewable energy sources compared to renewable energy sources, expressed as a percentage of total energy sources | As mentioned above, during the due-diligence phase, the investment team assesses potential investee companies' contribution towards increasing access to affordable clean energy. As such, companies whose share of non-renewable energy consumption and non-renewable energy production from non-renewable energy sources compared to renewable energy or who operate in high impact climate sectors are not eligible for funding by the Sub-Fund. |
| | 6. Energy consumption intensity per high impact climate sector | Energy consumption in GWh per million EUR of revenue of investee companies, per high impact climate sector | |
| **Biodiversity** | 7. Activities negatively affecting biodiversity-sensitive areas | Share of investments in investee companies with sites/operations located in or near to biodiversity-sensitive areas where activities of those investee companies negatively affect those areas | The Sub-Fund's evaluation of investees includes an environmental, social and governance risk assessment. As part of the environmental component of this evaluation, investee companies must disclose if:<br>a) They manage environmental risks and comply with all relevant national environmental laws and regulations.<br>b) They have all environmental permits and if there have been environmental fines and/or penalties.<br>Both these elements are taken into consideration for the assessment of the company's environmental risk profile and therefore inform the Sub-Fund's investment decision. |
| **Water** | 8. Emissions to water | Tonnes of emissions to water generated by investee companies per million EUR invested, expressed as a weighted average | As mentioned above, during the due-diligence phase, the investment team assesses potential investee companies against the Sub-Fund's investment objective, and only invests in businesses employing renewable energy technologies and solutions. As such, companies who contribute to emissions to water are not eligible for financing by the Sub-Fund. |
| **Waste** | 9. Hazardous waste and radioactive waste ratio | Tonnes of hazardous waste and radioactive waste generated by investee companies per million EUR invested, expressed as weighted average | As part of the environmental component of the Sub-Fund's ESG evaluation of investees, investee companies have to disclose:<br>a) If they collect used and/or replaced battery and/or PV panels units from consumers<br>b) The company policy with regards to battery and PV panel disposal/recycling<br>c) If there is a buy-back arrangement with manufacturers or if the company is part of any e-waste take-back initiative<br>d) If the company has established its own recycling facilities<br>e) If the company ensures that lithium-ion batteries (which may not be recycled and qualify as |

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| | | | household hazardous waste) are disposed in a designated area ensuring environmental and occupational health and safety in line with World Bank E&S standards and Environmental, Health and Safety Guidelines of the World Bank Group.<br>f) If the company ensures compliance with the Basel Convention and underlying regulations on cross-border trade in waste and waste products<br>g) If the company complies with government regulations, if any, regarding the disposal of any of the components used in the battery and PV panel units.<br>h) If the company follows guidelines such as the CDC e-waste tool or the Global Off-Grid Lighting Association (Gogla) e-waste toolkit.<br>All these elements are taken into consideration for the assessment of the company's environmental risk profile and therefore inform the Sub-Fund's investment decision. |
| **Indicators for social and employee, respect for human rights, anti-corruption, and anti-bribery matters** | | | |
| **Social and employee matters** | 10. Violations of UN Global Compact principles and Organisation for Economic Cooperation and Development (OECD) Guidelines for Multinational Enterprises | Share of investments in investee companies that have been involved in violations of the UNGC principles or OECD Guidelines for Multinational Enterprises | As per the Sub-Fund's impact framework, similar safeguards to the UN Guiding Principles on Business and Human Rights and the OECD Guidelines for Multinational Enterprises are used to screen potential investees of the Sub-Fund. As signatories to the UN-supported Principles for Responsible Investing (PRI), to the Principles for Investors in Inclusive Finance (PIIF) and the Operating Principles for Impact Management (OPIM), Bamboo Capital Partners and the Sub-Fund have embedded responsible investment policies and procedures in the Sub-Fund's investment process. The Sub-Fund's impact framework is also aligned to the Global Association for the Off-grid Solar Energy Industry (GOGLA) as well as to the Impact Reporting and Investing Standards (IRIS), the Global Impact Investing Rating System (GIIRS), the Social Performance Task Force (SPTF) and the SPTF's Universal Standards for Social Performance Management. In addition, companies that do not uphold the UN Guiding Principles on Business and Human Rights and OECD Guidelines for Multinational Enterprises are also highly unlikely to meet the Sub-Fund's investment |
| | 11. Lack of processes and compliance mechanisms to monitor compliance with UN Global Compact principles and OECD Guidelines for Multinational Enterprises | Share of investments in investee companies without policies to monitor compliance with the UNGC principles or OECD Guidelines for Multinational Enterprises or grievance /complaints handling mechanisms to address violations of the UNGC principles or OECD Guidelines for Multinational Enterprises | |

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| | | | objective and therefore are not eligible for financing. |
| | 12. Unadjusted gender pay gap | Average unadjusted gender pay gap of investee companies | As part of the social component of the Sub-Fund's ESG evaluation of investees, investee companies have to disclose if:<br>a) They promote the fair treatment, non-discrimination, and equal opportunity for their workers.<br>In addition, investee companies, prior to investment, have to undergo an assessment of their alignment with the Gogla consumer protection code, which includes an assessment of whether or the company promotes inclusive practices and does not discriminate, for example, by gender, religion or ethnicity. These elements are taken into consideration for the assessment of the company's social risk profile and therefore inform the Sub-Fund's investment decision. |
| | 13. Board gender diversity | Average ratio of female to male board members in investee companies, expressed as a percentage of all board members | |
| | 14. Exposure to controversial weapons (anti-personnel mines, cluster munitions, chemical weapons and biological weapons) | Share of investment in investee companies involved in the manufacture or selling of controversial weapons | As per the Sub-Fund's investment strategy, during the pre-investment phase, the investment team potential clients against the Sub-Fund's Exclusion List, which includes any activity involving weapons and munitions where they form a substantial part of a project's primary financed business activities. During the due-diligence phase, the investment team assesses potential investee companies against the Sub-Fund's investment objective, and, as such, companies involved in the manufacture or selling of controversial weapons are not eligible for financing by the Sub-Fund. |

In addition, the Sub-Fund further takes into account the indicators for adverse impacts on sustainability factors presented in the following table (indicators from Tables 2 and 3 of Annex I – Regulation (EU) 2019/2088). Details on how they are considered are also provided.

| Adverse sustainability indicator | | Metric | Actions taken |
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| **Climate and other environment-related indicators** | | | |
| **Emissions** | 1. Emissions of inorganic pollutants | Tonnes of inorganic pollutants equivalent per million EUR invested, expressed as a weighted average | As per the Sub-Fund's investment strategy, during the due-diligence phase, the investment team assesses potential investee companies against the Sub-Fund's investment objective. On this basis, the Sub-Fund only invests in businesses employing renewable energy technologies and solutions that contribute to protecting the environment. As such, companies who emit inorganic pollutants or air pollutants are not eligible for financing by the Sub-Fund, as they |
| | 2. Emissions of air pollutants | Tonnes of air pollutants equivalent per million EUR invested, expressed as a weighted average | |

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| | | | do not meet the Sub-Fund's investment objective. |
| | 3. Emissions of ozone-depleting substances | Tonnes of ozone-depleting substances equivalent per million EUR invested, expressed as a weighted average | As per the Sub-Fund's investment strategy, during the pre-investment phase, the investment team check potential clients against the Sub-Fund's Exclusion List, which includes any activity involving ozone depleting substances. As such, companies emitting ozone-depleting substances are not eligible for financing by the Sub-Fund. |
| | 4. Investments in companies without carbon emission reduction initiatives | Share of investments in investee companies with carbon emission reduction initiatives aimed at aligning with the Paris Agreement. | As per the Sub-Fund's investment strategy, during the due-diligence phase, the investment team assesses potential investee companies against the Sub-Fund's investment objective. Companies whose business models do not inherently contribute to offsetting carbon emissions through the provision of efficient clean energy solutions are not eligible for financing by the Sub-Fund. |
| **Energy performance** | 5. Breakdown of energy consumption by type of non-renewable sources of energy | Share of energy from non-renewable sources used by investee companies broken down by each non-renewable energy source | As per the Sub-Fund's investment strategy, during the due-diligence phase, the investment team assesses potential investee companies against the Sub-Fund's investment objective. On this basis, the Sub-Fund only invests in businesses employing renewable energy technologies and solutions. |
| **Water, waste, and material emissions** | 9. Investment in companies producing chemicals | Share of investments in investee companies the activities of which fall under Division 20.2 of Annex I of the Regulation (EC) No 1893/2006 | As per the Sub-Fund's investment strategy, during the due-diligence phase, the investment team assesses potential investee companies against the Sub-Fund's investment objective. On this basis, the Sub-Fund only invests in businesses employing renewable energy technologies and solutions that contribute to protecting the environment. As such, companies who produce chemicals, whose activities cause land degradation, desertification or soil sealing, who are active in the agricultural sector or whose practices affect oceans/seas are not eligible for financing by the Sub-Fund, as they do not meet the Sub-Fund's investment objective. |
| | 10. Land degradation, desertification, soil sealing | Share of investments in investee companies the activities of which cause land degradation, desertification, or soil sealing | |
| | 11. Investments in companies without sustainable land/agriculture practices | Share of investments in investee companies without sustainable land/or agricultural practices or policies | |
| | 12. Investments in companies without sustainable oceans/seas practices | Share of investments in investee companies without sustainable oceans/seas practices or policies | |
| | 13. Non-recycled waste ratio | Tonnes of non-recycled waste generated by investee companies per million EUR invested, expressed as a weighted average | As mentioned above and as part of the environmental component of the Sub-Fund's ESG evaluation of investees, investee companies have to disclose: |

<table>
<tr><td></td><td></td><td></td><td>a) If they collect used and/or replaced battery and/or PV panels units from consumers<br>b) The company policy with regards to battery and PV panel disposal/recycling<br>c) If there is a buy-back arrangement with manufacturers or if the company is part of any e-waste take-back initiative<br>d) If the company has established its own recycling facilities<br>e) If the company ensures that lithium-ion batteries (which may not be recycled and qualify as household hazardous waste) are disposed in a designated area ensuring environmental and occupational health and safety in line with World Bank E&S standards and Environmental, Health and Safety Guidelines of the World Bank Group.<br>f) If the company ensures compliance with the Basel Convention and underlying regulations on cross-border trade in waste and waste products<br>g) If the company complies with government regulations, if any, regarding the disposal of any of the components used in the battery and PV panel units.<br>h) If the company follows guidelines such as the CDC e-waste tool or the Gogla e-waste toolkit.<br>All these elements are taken into consideration for the assessment of the company's environmental risk profile and therefore inform the Sub-Fund's investment decision.</td></tr>
<tr><td colspan="4">Indicators for social and employee, respect for human rights, anti-corruption, and anti-bribery matters</td></tr>
<tr><td rowspan="2">Social and employee matters</td><td>1. Investment in companies without workplace accident prevention policies</td><td>Share of investments in investee companies without a workplace accident prevention policy</td><td rowspan="2">As part of the social component of the Sub-Fund's ESG evaluation of investees, investee companies must disclose if:<br>a) If they have an Occupational Health & Safety (OHS) policy<br>b) They provide a safe and healthy working environment, taking into account inherent risks in their particular sector and other specific classes of hazards in the work areas, including physical and chemical<br>c) If their OHS policy includes concrete plans for monitoring</td></tr>
<tr><td>5. Lack of a grievance/complaints handling mechanism related to employee matters</td><td>Share of investments in investee companies without any grievance/complaints handling mechanism related to employee matters</td></tr>
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| | | | compliance and continuous improvement<br>d) They have in place a grievance mechanism for workers<br>All these elements are taken into consideration for the calculation of the company's social risk score and therefore inform the Sub-Fund's investment decision. |
| **Human rights** | 12. Operations and suppliers at significant risk of incidents of child labour | Share of investments in investee companies exposed to operations and suppliers at significant risk of incidents of child labour in terms of geographic areas or type of operation | As part of the social component of the Sub-Fund's ESG evaluation of investees, investee companies must disclose if:<br>a) They have a clear commitment to not employ forced labour or child labour, including not hiring workers below minimum age, as defined by national law and not employ children in hazardous work<br>b) They comply with International Labour Organization (ILO) conventions on fundamental rights, especially regarding the abolition of child labour and forced labour and the elimination of discrimination<br>All these elements are taken into consideration for the calculation of the company's social risk score and therefore inform the Sub-Fund's investment decision. |
| | 13. Operations and suppliers at significant risk of incidents of forced or compulsory labour | Share of investments in investee companies exposed to operations and suppliers at significant risk of incidents of forced or compulsory labour in terms in terms of geographic areas and/or the type of operation | |
| **Anti-corruption and anti-bribery** | 17. Number of convictions and amount of fines for violation of anti-corruption and anti-bribery laws | Number of convictions and amount of fines for violations of anti-corruption and anti-bribery laws by investee companies | As per the Sub-Fund's investment strategy, a full KYC is conducted during the due-diligence phase to ensure investee companies or any of their members have been convicted for violations on anti-corruption and anti-bribery laws. |

## Are the sustainable investments aligned with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights?

As per the Sub-Fund's impact framework, similar safeguards to the UN Guiding Principles on Business and Human Rights and the OECD Guidelines for Multinational Enterprises are used to screen potential investees of the Sub-Fund. As signatories to the UN-supported Principles for Responsible Investing (PRI), to the Principles for Investors in Inclusive Finance (PIIF) and the Operating Principles for Impact Management (OPIM), Bamboo Capital Partners and the Sub-Fund have embedded responsible investment policies and procedures in the Sub-Fund's investment process. The Sub-Fund's impact framework is also aligned to the Global Association for the Off-grid Solar Energy Industry (GOGLA) as well as to the Impact Reporting and Investing Standards (IRIS), the Global Impact Investing Rating System (GIIRS), the Social Performance Task Force (SPTF) and the SPTF's Universal Standards for Social Performance Management.

In addition, companies that do not uphold the UN Guiding Principles on Business and Human Rights and OECD Guidelines for Multinational Enterprises are also highly unlikely to meet the Sub-Fund's investment objective and therefore are not eligible for financing.

## C. Sustainable investment objective of the financial product

**What is the sustainable investment objective of this financial product?**

The Sub-Fund aims to promote sustainable and climate-resilient energy access to people without or with unreliable access to the electric grid. The Sub-Fund's investment approach seeks to achieve substantial gains in value. The Sub-Fund invests in BBOX Ltd and in Greenfield or early-stage Distributed Energy Service Companies (DESCOs) and related businesses in countries in Africa and Asia where the electric grid is either not reaching a significant portion of the population (off-grid markets) and/or unreliable and insufficient (inefficient grid market). In inefficient grid markets, many households and businesses use diesel generators which are not only polluting but also expensive, unreliable, and vulnerable to fuel price spikes and frequent shortages. The Sub-Fund's key objective is therefore to deploy capital in investments that increase access to affordable clean energy to people who have either no connection to the electric grid or are served by an unreliable grid with frequent power cuts.

The Sub-Fund focuses on investments in businesses that help reduce energy poverty whilst contributing to protecting the environment, and fostering fairer, healthier, and more inclusive livelihoods. The Sub-Fund specifically targets finance solutions that contribute to climate change adaptation and mitigation through the reduction of greenhouse gas (GHG) emissions, thus improving their sustainability. In line with this, the Sub-Fund only invests in businesses employing renewable energy technologies and solutions.

BBOX Ltd is one of these companies that has developed an innovative business model and technologies to tackle the problem of energy access. BBOX Ltd is a Next Generation Utility ("NGU") platform that designs, manufactures, distributes and finances plug and play solar systems that use Pay-as-you-go ("PAYG") and remote monitoring technology to serve energy poor customers in emerging markets.

BBOX has developed advanced remote monitoring technology and data analytics for predictive product maintenance, sales force, and customer management. From the billions of data points the company is collecting and analysing, it gets a deep understanding of product performance, customers' energy needs, consumption behaviour, and payment patterns. This allows for advanced credit scoring and ultimately the cross-selling of other financial products and services that rural customers need.

Originally a vertically integrated company, BBOX recently separated its B2B technology from the B2C distribution businesses. BBOXX's NGUs or DESCOs with shop networks and agents in Kenya, Rwanda, DRC and Togo have received investments from new shareholders like South African based infrastructure fund AIIM and French utility group Electricité de France (EDF). BBOX now intends to replicate and scale DESCOs beyond the above-mentioned original markets. However, neither BBOXX nor other DESCOs have sufficient capital to finance the capital-intensive expansion into new geographies that require equity financing before debt can be raised. As most institutional investors are not willing or able to invest in Greenfield or early-stage companies, there is a need in the market for equity financing to support the launch of new energy distribution companies, a gap which the Sub-Fund aims to fill.

No reference benchmark has been designated for the purpose of attaining the sustainable objective.

## D. Investment strategy

**What investment strategy does this financial product follow?**

The Sub-Fund aims to reach its sustainable investment objective by investing in businesses that help reduce energy poverty whilst contributing to protecting the environment, and fostering fairer, healthier, and more inclusive livelihoods. The Sub-Fund specifically targets finance solutions that contribute to climate change adaptation and mitigation through the reduction of greenhouse gas (GHG) emissions, thus improving their sustainability. In line with this, the Sub-Fund only invests in businesses employing renewable energy technologies and solutions.

To ensure that Sub-Fund attains its sustainable investment objective, the Sub-Fund has defined clear steps as part of its investment strategy.

First, during the pre-investment phase, the Sub-Fund's investment team assesses the alignment of potential investments with the Sub-Fund's investment thesis and Exclusion List.

Second, during the due-diligence phase, the investment team conducts further on-site analyses on the expected impact of the company towards accelerating access to energy for off-grid communities in developing countries in Africa and Asia and in terms of climate change mitigation and adaptation.

Third, an investment memo is prepared and submitted to the Sub-Fund's investment committee, containing a description of the alignment of the company with the impact goals of the Sub-Fund, and which informs the investment committee's decision to finance the company or not.

Fourth, during the negotiation of terms for investment, the Sub-Fund's team and the investee agree on selected output/outcome indicators which the investee will report on to the Sub-Fund team on a defined frequency.

Fifth, during the duration of the investment, investee companies send regular reports on the defined list of impact indicators on a defined frequency. The Sub-Fund team monitors the data collected and reviews assumptions based on new evidence. Through this monitoring process, the Sub-Fund further seeks to capture and assess information to support performance improvements. As an equity and quasi-equity investor, the Sub-Fund purports to sit on the board of its investee companies, overseeing and contributing to social and environmental performance and impact issues alongside financial matters.

Sixth, the Sub-Fund seeks to divest to trustworthy investors who will allow and enable the companies to pursue their mission and vision. The Sub-Fund also aims for an organized, simple, fair and transparent divestment process.

**What are the binding elements of the investment strategy used to select the investments to attain the sustainable investment objective?**

The Sub-Fund's impact and ESG management process is deployed throughout the lifetime of each investment. The binding elements of the investment strategy must be applied by the Sub-Fund's investees at each stage of the investment process:

- Alignment with the Sub-Fund's impact objective of investing in businesses that help reduce energy poverty whilst contributing to protecting the environment, and fostering fairer, healthier, and more inclusive livelihoods ;
- Compliance with the Sub-Fund's Exclusion List, which includes any activity, production, use, distribution, business or trade involving:

1. Forced labour[1] or child labour[2].
2. Activities or materials deemed illegal under the host country laws or regulations or international conventions and agreements, or subject to international phase-out or bans such as:
    - Ozone depleting substances, PCB's (Polychlorinated Biphenyls) and other specific, hazardous pharmaceuticals, pesticides/herbicides or chemicals;
    - Wildlife or products regulated under the Convention on International Trade in Endangered Species or Wild Fauna and Flora (CITES); or
    - Unsustainable fishing methods (e.g., blast fishing and drift net fishing in the marine environment using nets in excess of 2.5 km in length).
3. Cross-border trade in waste and waste products, unless compliant with the Basel Convention and the underlying regulations.
4. Destruction[3] of High Conservation Value areas[4].
5. Radioactive materials[5] and unbounded asbestos fibres.
6. Pornography and/or prostitution.
7. Racist and/or anti-democratic media.
8. In the event that any of the following products form a substantial part of a project's primary financed business activities[6]:
    a) Alcoholic beverages (except beer and wine);
    b) Tobacco;
    c) Weapons and munitions; or
    d) Gambling, casinos and equivalent enterprises.

- Compliance with national applicable national laws on labour, environment, health, safety and social issues, as well as with the above-mentioned international principles of respect for human rights and international conventions of the International Labour Organization (ILO);
- Possession of all necessary environmental and social permits applicable to the activity of the company.

In addition, all investee companies are required to provide reporting on agreed-upon impact indicators at an agreed frequency.

**What is the policy to assess good governance practices of the investee companies?**

As part of the Sub-Fund's ESG Risk Assessment, the governance risks of all investee companies are analysed to ensure that all investee companies meet minimum requirements in term of good governance practices prior to the disbursement of any financing. The following components of good governance practices are analysed:

- Commitment to good governance, which includes the analysis elements such as:
    - Basic corporate formalities - board of directors, shareholder identification and meetings, charter/articles of Incorporation/Association
    - Board independency from management
    - Core functions identified

[1] Forced labor means all work or service, not voluntarily performed, that is extracted from an individual under threat of force or penalty as defined by ILO Conventions
[2] Persons may only be employed if they are at least 14 years old, as defined in the ILO Fundamental Human Rights Conventions (Minimum Age Convention C138, Art. 2), unless local legislation specifies compulsory school attendance or the minimum age for working. In such cases the higher age shall apply.
[3] Destruction means the (1) elimination or severe diminution of the integrity of an area caused by major, long-term change in land or water use or (2) modification of a habitat in such a way that the area's ability to maintain its role is lost.
[4] High Conservation Value (HCV) areas are defined as natural habitats where these values are considered to be of **outstanding significance** or **critical importance** (see http://www.hcvnetwork.org).
[5] This does not apply to the purchase of medical equipment, quality control (measurement) equipment or any other equipment where the radioactive source is understood to be trivial and/or adequately shielded.
[6] For companies, "substantial" means more than 10% of their consolidated balance sheets and earnings. For financial institutions and investment funds, "substantial" means more than 10% of their underlying portfolio volumes.

  - Governance structure development
- Functioning of governing bodies, which includes the analysis elements such as:
  - Frequency of board meetings
  - Review of organizational policies
  - Board management reports
  - Skill requirements of board members
  - Fairness of board elections
  - Board rotation
- Strategic vision, which includes the analysis of elements such as:
  - Existence and quality of strategic plan
  - Strategic plan development, monitoring and evaluation
- Transparency and ethics, which includes the analysis of elements such as:
  - Accounting and auditing practices
  - Internal audit practices
  - Financial statements disclosure
  - External audit practices
  - Conflict of interest
  - Political independency
  - Confidentiality
  - Written guidelines for ethical behaviour
- Risk management, which includes the analysis of elements such as:
  - Environmental and social risk management systems
  - Risk identification
  - Stakeholder engagement and consultation

Under the analysis of social risks of potential investee companies, the following components are analysed: working conditions, social conditions in supply chains, customer satisfaction and impact on local communities. All investees are required to comply with national regulations related to labour law.

**Does this financial product consider principal adverse impacts on sustainability factors?**

☒ Yes, the Sub-Fund aims to mitigate principal adverse impacts on sustainability factors through its investment strategy by considering the principal adverse impact indicators during the pre-investment phase. For more information, please refer to question “How have the indicators for adverse impacts on sustainability factors been taken into account?”.

☐ No

## E. Proportion of investments

**What is the planned asset allocation for this financial product?**

A minimum of 80% of the Sub-Fund’s net assets will be invested in companies promoting sustainable and climate-resilient energy access for people without or with unreliable access to the electric grid in developing countries in Africa and Asia, and, which by doing so, contribute to achieve significant progress towards the Sustainable Development Goals (SDGs) in emerging countries and will therefore be sustainable investments with social and environmental objectives. Indeed, the Sub-Fund’s investments have in most of the cases both social and environmental objectives. Social and Environmental are cumulative and not exclusive.

The remaining 20% includes cash, some of which is used to cover management fees, and other operational expenses; mindful that (i) there will be, at times of fresh investment capital into the Sub-Fund, a reasonable lag between investment and deployment; (ii) that this threshold is based on the current valuation of the Sub-Funds portfolio, and given the inherent risks linked to equity and quasi-equity investments in emerging markets, some of the Sub-Fund's assets may be written-off if they do not perform well and; (iii) that, as an equity and quasi-equity investor, the Sub-Fund's share of cash may temporarily and significantly increase due to the Sub-Fund exiting investments before distribution to investors.


**#1 Sustainable** covers sustainable investments with environmental or social objectives.

**#2 Not sustainable** includes investments which do not qualify as sustainable investments.

**What is the minimum share of investments with an environmental objective aligned with the EU Taxonomy? (including what methodology is used for the calculation of the alignment with the EU Taxonomy and why; and what the minimum share of transitional and enabling activities)**

Non-applicable given the environmental objective of the Sub-Fund of investing in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy.

**Does the financial product invest in fossil gas and/or nuclear energy related activities that comply with the EU Taxonomy[7]?**

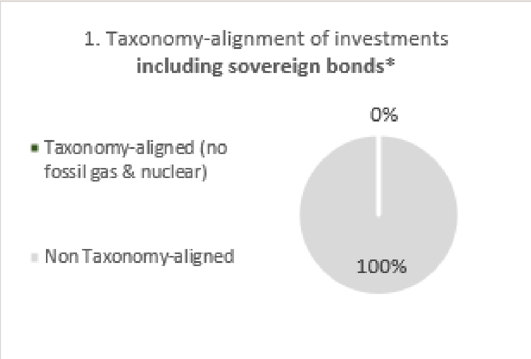
☐ Yes

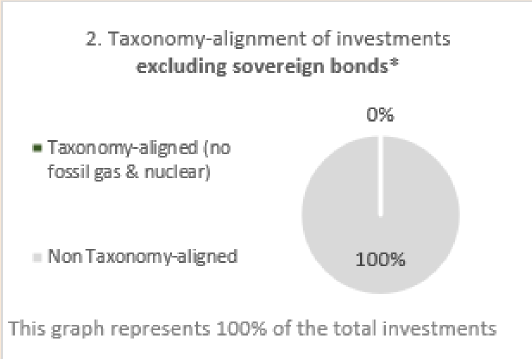
☐ In fossil gas ☐ In nuclear energy

☒ No

[7] Fossil gas and/or nuclear related activities will only comply with the EU Taxonomy where they contribute to limiting climate change ("climate change mitigation") and do not significantly harm any EU Taxonomy objective – see explanatory note in the left hand margin. The full criteria for fossil gas and nuclear energy economic activities that comply with the EU Taxonomy are laid down in Commission Delegated Regulation (EU) 2022/1214.

*The two graphs below show in green the minimum percentage of investments that are aligned with the EU Taxonomy. As there is no appropriate methodology to determine the taxonomy-alignment of sovereign bonds*, the first graph shows the Taxonomy alignment in relation to all the investments of the financial product including sovereign bonds, while the second graph shows the Taxonomy alignment only in relation to the investments of the financial product other than sovereign bonds.*




**For the purpose of these graphs, 'sovereign bonds' consist of all sovereign exposures*

### What is the minimum share of sustainable investments with a social objective?

The Sub-Fund aims to invest a minimum share of 40% of its sustainable investments in economic activities with a social objective.

### What investments are included under "#2 Not Sustainable", what is their purpose and are there any minimum environmental or social safeguards?

The remaining include cash, some of which is used to cover management fees, and other operational expenses.

While these investments may not contribute to a social or environmental objective within the meaning of the SFDR, the Sub-Fund aims to ensure a minimum level of minimum environmental and social safeguards. As such, the investments which are not sustainable investments are not expected to affect the delivery of the Sub-Fund's overarching sustainable investment objective.

## F. Monitoring of sustainable investment objective

### What sustainability indicators are used to measure the attainment of the sustainable investment objective by this financial product?

The following key indicators are currently being monitored across the portfolio:

- Number of new connections
- Number of direct beneficiaries with new/improved access to energy
- Installed capacity
- Amount of electricity generated
- Number of active connections
- $CO_2$ emissions saved

- Number of people employed
- Number of women employed
- Number of direct jobs created
- Number of direct female jobs created
- Number of indirect jobs created
- Number of enterprises supported

**How are the sustainable investment objective and the sustainability indicators monitored throughout the lifecycle of the financial product and what are the related internal/external control mechanisms?**

The Sub-Fund's impact and ESG management process is deployed throughout the lifetime of each investment, and ensures that the social and environmental objectives of the Sub-Fund's sustainable investments are met and that the associated sustainability indicators are monitored throughout the lifecycle of the financial product:

- **Pre-investment – screening:** Prior to investing in a company, the Sub-Fund checks that the potential investment is aligned with its impact thesis to accelerate access to energy for off-grid communities in developing countries.
- **Pre-investment – due diligence:** Following the screening phase, a thorough due diligence is performed on selected companies to analyse the expected impact of the company.
- **Pre-investment – investment committee:** The analysis on the potential development impact of the investment is included in the investment memorandum submitted to the Investment Committee and forms part of the investment decision.
- **Investment negotiation – definition of impact metrics:** Upon approval of the investment, the Sub-Fund defines with the investee company the selected impact indicators to be monitored and reported on a regular basis. The Sub-Fund includes some conditions related to social and environmental matters in the investment agreement.
- **Investment period – ongoing impact monitoring:** During the post-investment period, the Sub-Fund monitors the impact data reported by its investees on a bi-annual basis. As an equity investor, the Sub-Fund usually sits on the board of investees to oversee and enhance the impact strategy and analysis of social performance as well as contribute to financial matters.

## G. Methodologies

**What is the methodology to measure the attainment of the sustainable investment objective using the sustainability indicators?**

As highlighted above, upon conclusion of the investment, the Sub-Fund's team and the investee client agree on selected impact indicators which the client will report on to the Sub-Fund's team at a defined frequency. Depending on the specific business model of the investee company, a certain number of the Sub-Fund's sustainability indicators will be included in the company's selected impact indicators. Then, at least on a yearly basis, the Sub-Fund team will collect data from investee companies on the company's selected impact and sustainability indicators and aggregate the data at the level of the Sub-Fund to measure its attainment of the social and environmental objectives of the Sub-Fund's sustainable investments.

## H. Data sources and processing

| What are the data sources used to attain the sustainable investment objective of the financial product including the measures taken to ensure data quality, how data is processed and the proportion of data that is estimated? |
|---|

As per the Sub-Fund's investment strategy, upon conclusion of each investment, the Sub-Fund's team and the investee client agree on selected impact indicators on which the client will report to the Sub-Fund's team on a defined frequency. Across its portfolio, the Sub-Fund will seek to collect and consolidate data for the sustainability indicators of the Sub-Fund. In addition to these core impact indicators, each investment will have its own set of metrics depending on its sector and business model.

To ensure data quality, The selection of impact metrics has been guided by the following overarching principles:

- **Measurability**: selected indicators need to be easily measurable and aligned with existing market data based on the existing and planned resources.
- **Relevance**: indicators should be relevant to the specific silo and to measure the impact objectives of the Sub-Fund.
- **Proportionality**, considering the Sub-Fund's ticket sizes and stage of target investees.

The Sub-Fund aims to define impact indicators for which investee companies have readily available data to ensure a minimum share of this data is estimated. Investee companies will report against the agreed-upon impact indicators on a defined frequency and at least annually. As mentioned above, the Sub-Fund team then aggregates the data at the level of the Sub-Fund to measure its attainment of the social and environmental objectives of the Sub-Fund's sustainable investments.

## I. Limitations to methodologies and data

**What are the limitations to the methodologies and data sources? (Including how such limitations do not affect the attainment of the sustainable investment objective and the actions taken to address such limitations)**

The main limitation to the methodology is that the Sub-Fund depends on self-reporting by investee companies for the agreed-upon impact indicators against which they have to report on at an agreed frequency. This limitation is mitigated by the fact that, prior to investing in any company, the Sub-Fund conducts a thorough, on-site due diligence during which the baseline for the selected impact indicators is collected and can be verified. Based on the financial analysis conducted by the investment team, business model of the company, and intended use of the Sub-Fund's investment by the company, the credibility of variations against the baseline for each impact indicator can be assessed. Furthermore, as an equity and quasi-equity investor, the Sub-Fund purports to sit on the board of its investee companies, overseeing and contributing to social and environmental performance and impact issues alongside financial matters. The Sub-Fund therefore is therefore directly involved in investee companies' operations and can verify the credibility of impact data submitted. In addition, all investee companies will be screened prior to investment against the Sub-Fund's impact objectives and will therefore inherently contribute to the impact objectives and the social and environmental objectives of the Sub-Fund's sustainable investments through their regular business operations. Finally, by applying the principles of measurability and relevance described above to the selection of metrics against which portfolio companies will have to report, the Sub-Fund aims to maximize response rates and the quality of the data received.

## J. Due diligence

**What is the due diligence carried out on the underlying assets and what are the internal and external controls in place?**

The Sub-Fund's due diligence provides an in-depth review of the investment opportunity. All aspect of potential investee companies' operations, financials, governance, legal structure, management team, and future opportunities are assessed. Based on Bamboo's experience, the Sub-Fund applies a very well-defined process of assessment and controls to fully understand all relevant aspects of the investment proposal. The activities on this period include visits to investee companies' operations, meetings with the management and the board, assessment of competitors and interviews with relevant third parties. The exact effort for the due diligence depends on the specific opportunity. It is expected that potential investee companies provide full transparency about all aspects of operations, usually in the form of a data room. The due diligence team searches for any warning signal or "red flag" in the investment proposal. A complete risk assessment is conducted.

Once the due diligence is concluded with satisfaction, the Risk Committee will decide about the presentation of the transaction to the Investment Committee. The Investment Committee has the sole decision authority over investment decisions and related decisions. The Sub-Fund will not be able to commit to a transaction or a binding term-sheet for a transaction without a decision from the Investment Committee.

A similar due-diligence process is also executed for any follow-on investment.

## K. Engagement policies

**Is engagement part of the environmental or social investment strategy?**

☒ Yes

☐ No

**If so, what are the engagement policies? (Including any management procedures applicable to sustainability-related controversies in investee companies)**

The Sub-Fund's engagement with investees, including on sustainability-related matters, is an integral component of the Sub-Fund's investment cycle and contribution to positive development impact. Prior to investing in any company, The Sub-Fund conducts an ESG assessment of investees, during which the sustainability-related controversies are identified, and monitors progress through annual reporting. Mandatory incident reporting further facilitates the Sub-Fund's management of such sustainability-related incidents. In addition, the Sub-Fund requires its investees to comply with a set of ESG requirements and, where necessary, engages with investees to ensure improvement of their ESG performance. Finally, as previously mentioned, as an equity and quasi-equity investor, the Sub-Fund purports to sit on the board of its investee companies, overseeing and contributing to social and environmental performance and impact issues alongside financial matters.

## L. Attainment of the sustainable investment objective

**Has a reference benchmark been designated?**

☐ Yes

☒ No