

May 2025

Transparency of the promotion of environmental or social characteristics and of sustainable investments

This document includes information relating to environmental and social characteristics of financial products and information relating to sustainable investments, in accordance with article 10 of the Sustainable Finance Disclosure Regulation (SFDR)¹.

Product name: Nordic Private Equity SA SICAV RAIF – Impact II

Summary

This fund has as its objective sustainable investment and will make a minimum percentage of sustainable investments. These are screened to ensure that they do not significantly harm any social or environmental investment objectives. The asset allocation of the fund is presented in the form of a chart that holds a specification of the minimum percentage of environmental and/or social sustainable investments that the fund commits to invest into. Specific sustainability indicators will be used to measure the attainment of the sustainable investment objective of the fund in accordance with the methodologies described below. Internal limit monitoring systems run pre- and post-trade screenings for the holdings of the fund.

The fund's Investment Manager is Nordea Investment Management AB

Due diligence on underlying investments is used to ensure that the fund is invested in accordance with the sustainable investment objective.

Résumé

Ce fonds a pour objectif l'investissement durable et réalisera un pourcentage minimum d'investissements durables. Ceux-ci sont examinés pour s'assurer qu'ils ne nuisent pas de manière significative aux objectifs d'investissement social ou environnemental. L'allocation d'actifs du fonds est présentée sous la forme d'un tableau qui contient une spécification du pourcentage minimum d'investissements durables environnementaux et/ou sociaux dans lesquels le fonds s'engage à investir. Des indicateurs de durabilité spécifiques seront utilisés pour mesurer la réalisation de l'objectif d'investissement durable du fonds conformément aux méthodologies décrites ci-dessous. Les systèmes internes de surveillance des limites effectuent des contrôles avant et après les transactions pour les avoirs du fonds.

Le gestionnaire d'investissement du fonds est Nordea Investment Management AB

Le contrôle préalable sur les investissements sous-jacents permet de s'assurer que le fonds est investi conformément à l'objectif d'investissement durable.

¹Regulation (EU) 2019/2088 of the European Parliament and of the Council of 27 November 2019 on sustainability-related disclosures in the financial services sector

Does this financial product have a sustainable investment objective?

☒ ☐ ☒ Yes

- ☒ It will make a minimum of **sustainable investments with an environmental objective:** 1 %

☐ in economic activities that qualify as environmentally sustainable under the EU Taxonomy
☐ in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy
- ☒ It will make a minimum of **sustainable investments with a social objective:** 1 %

☐ ☐ ☐ No

- ☐ It **promotes Environmental/Social (E/S) characteristics** and while it does not have as its objective a sustainable investment, it will have a minimum proportion of __% of sustainable investments

☐ with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy
☐ with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy
☐ with a social objective
- ☐ It promotes E/S characteristics, but **will not make any sustainable investments**

How do sustainable investments not cause significant harm to any environmental or social sustainable investment objective?

The Sub-Fund is a Feeder Sub-Fund which invests at least 85% of its assets in the Master Fund (as defined in the offering document), so the sub-fund has the same sustainable investment objective than the Master Fund.

The Master Fund has as its objective sustainable investment and commit to making a minimum percentage of sustainable investments, as illustrated above. As part of the process to identify sustainable investments, companies are screened to ensure that they do not significantly harm (DNSH test) any other social or environmental objectives. The DNSH test uses PAI indicators, as described below, to identify and exclude companies that do not pass the thresholds.

The Master Fund applies “Trill Impact’s Impact Investment and Ownership Policy”, as may be amended from time to time, to ensure that potential investments do not cause significant harm to any environmental or social sustainable investment objectives as part of the assessment of potential sustainability risks

How have the indicators for adverse impacts on sustainability factors been taken into account?

In addition to the 14 mandatory PAI indicators covering greenhouse gas emissions, biodiversity, water, waste, and social and employee matters, the Master Fund will also consider two additional voluntary indicators:

- Investments in companies without carbon emissions reduction initiatives (share of investments in portfolio companies without carbon emissions reduction initiatives aimed at aligning with the Paris Agreement);
- Insufficient whistleblower protection (share of investments in entities without policies on the protection of whistleblowers).

These in total 16 indicators are considered throughout the analysis of potential investment opportunities of the Master Fund.

First, the Master Fund seeks to analyze the potential of all investments to adversely impact sustainability factors on a best-efforts basis subject to, for example, data availability. Where principal adverse impacts are identified within the target company’s activities and operations, these factors are integrated into the investment analysis and ongoing monitoring.

Second, the General Partner ensures that any selected investment does no significantly harm social or environmental characteristics.

Third, if the adverse impact can be significantly reduced and managed, an investment can be pursued by the Master Fund

Sustainable investment objective of the financial product

As mentioned in the supplement of the offering document relating to the Sub-Fund, the Sub-Fund is a Feeder Sub-Fund which invests at least 85% of its assets in the Master Fund (as defined in the offering document), so the sub-fund has the same sustainable investment objective than the Master Fund.

The Sub-Fund through investments in the Master Fund intends to make primarily controlling and co-controlling equity and equity-related investments in mid-market companies that Trill Impact considers qualify as “sustainable investments” (as such term is understood within the meaning of the SFDR as of the date hereof), as set out below.

The Master Fund will make investments solely in portfolio companies (i.e. any body, corporate, association, partnership, collective investment scheme or other entity or vehicle) that it deems to have strong potential to accelerate their contribution towards a more sustainable world and to pursue a thematic impact strategy, leveraging investment opportunities related to global megatrends by creating real financial return, while contributing to the United Nation’s 17 Sustainable Developments Goals (as may be amended from time to time)(the “**SDGs**”) and making a lasting impact. More specifically, the Master Fund will seek to invest in companies that have a scalable sustainability profile or whose operating model can be transformed to make a net positive impact.

To achieve this objective, the Master Fund’s investment strategy is focused on making controlling and co-controlling equity and equity-related investments in portfolio companies that Trill Impact considers are “sustainable investments” within the meaning of the SFDR:

1. Because they meet the definition of “sustainable investments” under the SFDR;
2. because they contribute to achieving one or several of the United Nations SDGs and in which the Fund can cause an SDG gap-reduction contribution;

3. where a substantial proportion of the revenues, CAPEX, and/or OPEX of the portfolio company are derived from activities that contribute to a social objective, or an environmental objective that is at least in part EU Taxonomy eligible (but may not qualify as environmentally sustainable under the EU Taxonomy (i.e. so called, “taxonomy - aligned”)) at the moment of investment, provided the guidance under the EU Taxonomy has been related for said activity/ies.

The General Partner reserves the right to adopt such arrangements as it deems necessary or desirable to meet the Master Fund's investment objective as further set out in the limited partnership agreements of the Master Fund and comply with any applicable regulatory requirements, such as under the SFDR, the EU Taxonomy and any other applicable legislation or regulation related to the EU Action Plan.

No index has been designated as a reference benchmark as existing index are not appropriate considering the type of the Sub-Fund's investments

Investment strategy

Description of the investment strategy used to meet the environmental or social characteristics of the financial product

The Sub-Fund follows the investment strategy of the Master Fund.

As further set out in the limited partnership agreement of the Master Fund, the investment strategy of the Master Fund seeks to target primarily controlling and co-controlling equity and equity-related investments primarily in connection with buy-outs, buy-ins, corporate joint ventures or similar investment opportunities.

1. Mid-market control/co-control buyout strategy targeting companies with clear top-line and/or earnings growth potential
2. Northern Europe focus
3. Anticipated equity investment size range typically between €25 million to €150 million
4. Investing exclusively in sustainable companies or companies with strong potential to accelerate their contribution towards a more sustainable world.
5. Thematic investment strategy based on megatrends that contribute to the United Nations SDGs.

Description of the policy to assess good governance practices of the investee companies

In accordance with the Impact Investment and Ownership Policy of the Master Fund, the General Partner will consider good governance practices and will take reasonable steps to seek that portfolio companies follow sound ESG governance procedures to the extent reasonably practicable. Prior to investment, ESG due diligence will be considered, including a review of current ESG governance practices.

The ESG due diligence entails a review of current ESG management practices, and historical breaches regarding ESG norms and ethical behavior. Where good governance aspects, or lack thereof, are identified during due diligence, further analysis on the target company is undertaken. Furthermore, ESG due diligence is utilized to conduct an analysis of the target of the Master Fund against the benchmarks set out by the Task Force on Climate Related Financial Disclosures.

In particular, with respect to the good governance assessment and management of risk, the Master Fund considers (without limitation):

- sound ESG management structures and decision making;
- accountability and relations to key stakeholders – employees, customers, suppliers, and communities;
- compensation structures;
- compliance management with applicable laws;
- negative events which are likely to have a material adverse impact on the financial returns and/or a negative impact on the environment and society,
- board practices; and
- employee relations

Where good governance aspects, or lack thereof, are identified during due diligence, the General Partner expects that further discussions will be arranged with portfolio companies to discuss these issues. In alignment with SFDR, among others, adverse deviations regarding management structures, employee relations, remuneration of staff and tax compliance will be considered.

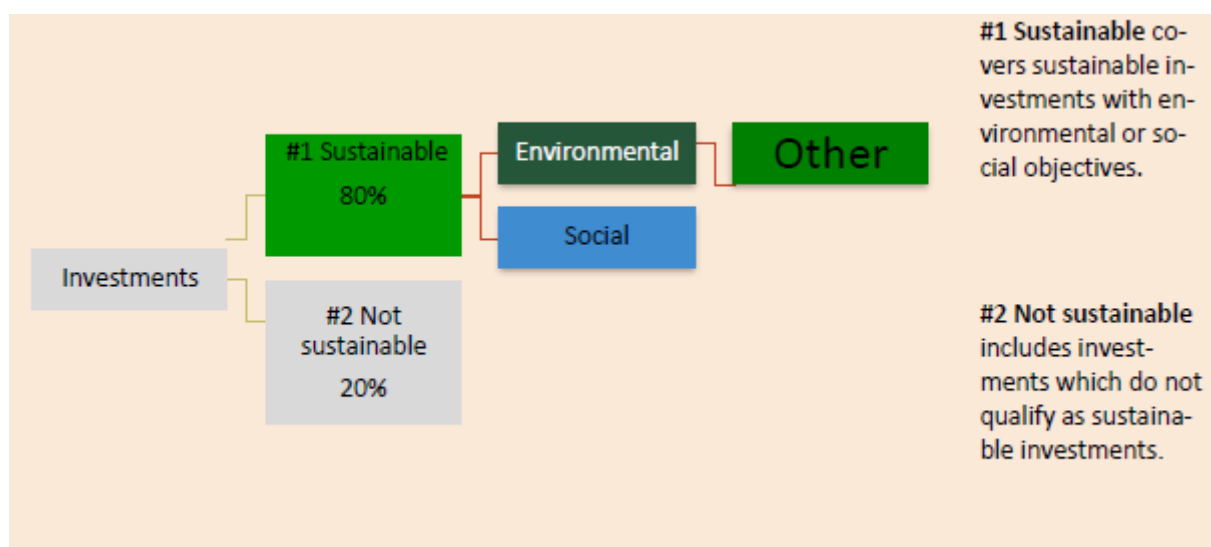
Where portfolio companies need to improve on good governance practices, the General Partner will require full management buy-in to implement improved ESG governance controls prior to investment before going ahead with the investment to the extent reasonably expected.

In addition, Trill Impact will engage with each portfolio company to implement a code of conduct, which is aligned to the ten Principles of the United Nations Global Compact, if not already in place, and will provide support throughout this process.

Similarly, the General Partner will arrange for external due diligence processes to be carried out and assess if sufficient safeguards have been implemented to mitigate any further breaches prior to investment where it has identified, prior to ownership, non-compliance with minimum safeguards.

If the possibilities of future non-compliance, relative to the size and nature of the business, are minimal, then the Master Fund is permitted to invest, and the General Partner will take reasonable efforts to seek that the portfolio company meets the good governance and minimum safeguard requirements. Where breaches occur under the Master Fund's ownership, the General Partner will ensure that an immediate investigation upon notice is launched and seek to implement measures to contain and address the breach. The General Partner will also determine the impact of the breach on the Master Fund's investment strategy in the context of its investment objectives and regulatory obligations

Proportion of investments



The Sub-Fund commits to invest at least 80% of its invested assets in investments considered as sustainable under the SFDR (#1 Sustainable) in alignment to its social sustainable investment objective.

After the Final Closing Date, the remaining share 20% is held predominantly in cash, cash equivalent instruments (including cash placements and money market instruments) to ensure the Fund's sound operations and to optimize short-term liquidity management as well as derivatives.

The General Partner also expects the use of derivatives by the Master Fund to indirectly assist with attaining the sustainable objective of the Master Fund as they will be used as part of the financing and management of the Fund's sustainable investments on an ongoing basis. The same applies to the Sub-Fund.

However, but these are not expected to qualify as "sustainable investments" within the meaning set out above given their limited use to mitigate risks rather than for speculative purposes. Such investments are therefore considered as "non sustainable investments" in the planned asset allocation mentioned above.

Monitoring of sustainable investment objective

Description of how the sustainable investment objective and the sustainability indicators used to measure the attainment of the sustainable investment objective are monitored throughout the lifecycle of the financial product and the related internal or external control mechanisms.

The following sustainability indicator is used to measure the attainment of the E/S characteristics of the fund:

Percentage of total investments in investee companies with a thematic impact strategy contributing to SDGs

Methodologies

What are the methodologies used to measure the attainment of the sustainable investment objective and how are the sustainability indicators to measure the attainment of the sustainable investment objective used?

The Investment Manager uses the reporting received by the General Partner to confirm if the investee companies have a thematic impact strategy contributing to SDGs.

Data sources and processing

a) What are the data sources used to attain each of the environmental or social characteristics promoted by the financial product?

The Investment Manager uses a range of different data sources primarily provided by the General Partner on the investee companies, to ensure that the financial product is invested in accordance with the sustainable investment objective of the fund.

Due to the investment universe of the financial product, data sources are limited and are subject to confidentiality.

b) What are the measures taken to ensure data quality?

Given the broad range of investments and the fact that data is of confidential nature, the evaluation of the reported data is done as part of the due diligence process. Where relevant, the Investment Manager would seek to verify data if possible.

c) How is data processed?

As described above, the data used derives directly from the investee funds. The Investment Manager seeks to obtain as much and the most granular data possible.

d) What proportion of data is estimated?

The Investment Manager relies on reported data, which may partly be based on estimates.

Limitations to methodologies and data

a) Are there any limitations to the methodologies and data sources used?

Information is mainly based on historical data and may not reflect the future ESG performance or risks of the investments.

b) How do those limitations not affect how the environmental or social characteristics promoted by the financial product are met?

The fact that each investment is assessed individually by the General Partner, mitigates the data limitations. A due diligence is done on the General Partner by the Investment Manager.

Due diligence

Description of the due diligence carried out on the underlying assets of the fund, including the internal and external controls on that due diligence.

The Investment Manager conducts its financial and ESG due diligence based on proprietary data primarily to be obtained from the General Partner. This results in an initial assessment, which may warrant direct follow-up to clarify any information gaps or outstanding questions.

The final due diligence report includes both the financial analysis and the conducted ESG due diligence.

Engagement policies

Description of the engagement policies implemented where engagement is part of the environmental or social investment strategy, including any management procedures applicable to sustainability-related controversies in investee companies.

Engagement is not part of the investment strategy of the fund. However, the Investment Manager undertakes a range of activities on behalf of its funds to encourage environmental, social and governance practices, and promotes a long-term approach to decision-making. This includes a close monitoring of investments and engagement on ESG standards in respect of the individual managers and underlying assets.

Designated reference benchmark

Description of whether an index has been designated as a reference benchmark to meet the environmental or social characteristics of the financial product and how such index would be aligned with the environmental or social characteristics of the financial product.

There is no reference benchmark designated for the purpose of attaining the E/S characteristics of the fund.

Appendix

UN sustainability Goals

The UN SDGs are a set of 17 Sustainable Development Goals adopted by the United Nations in 2015 as a call for action to end poverty, protect the planet, and ensure peace and prosperity by 2030.



Amendments

Date	Version	Amendment
May 2025	1	First version of fund specific SFDR Article 10 Statement aligned with the SFDR Regulatory Technical Standards