

ImpactA Global

OPERATING PRINCIPLES FOR IMPACT MANAGEMENT DISCLOSURE STATEMENT

ImpactA Global
("ImpactA Global" or the "Fund")

February 11th 2025

This Disclosure Statement serves to fulfil ImpactA Global's obligations pursuant to Principle 9 of the Impact Principles. This Disclosure Statement affirms that ImpactA Global's policies and practices and impact management system, have been developed in alignment with the applicable Principles since January 2019.

The information contained in this Disclosure Statement has not been verified or endorsed by the Global Impact Investing Network ("the GIIN") or the Secretariat or Advisory Board. All statements and/or opinions expressed in these materials are solely the responsibility of the person or entity providing such materials and do not reflect the opinion of the GIIN. The GIIN shall not be responsible for any loss, claim or liability that the person or entity publishing this Disclosure Statement or its investors, Affiliates (as defined below), advisers, employees or agents, or any other third party, may suffer or incur in relation to this Disclosure Statement or the impact investing principles to which it relates. For purposes hereof, "Affiliate" shall mean any individual, entity or other enterprise Fun or organization controlling, controlled by, or under common control with the Signatory.

In accordance with the *Reporting Requirements and Template for Annual Disclosure Statement*, ImpactA Global (the "Signatory") affirms its status as a Signatory to the Operating Principles for Impact Management (the "Impact Principles").

This Disclosure Statement applies to the ImpactA Global' Partners I SCSp (the "Covered Assets")

The Signatory has not yet closed its first investment as of the date of the Disclosure Statement.

Signature



Victoria Miles
Co-CEO



Isabella da Costa Mendes
Co-CEO

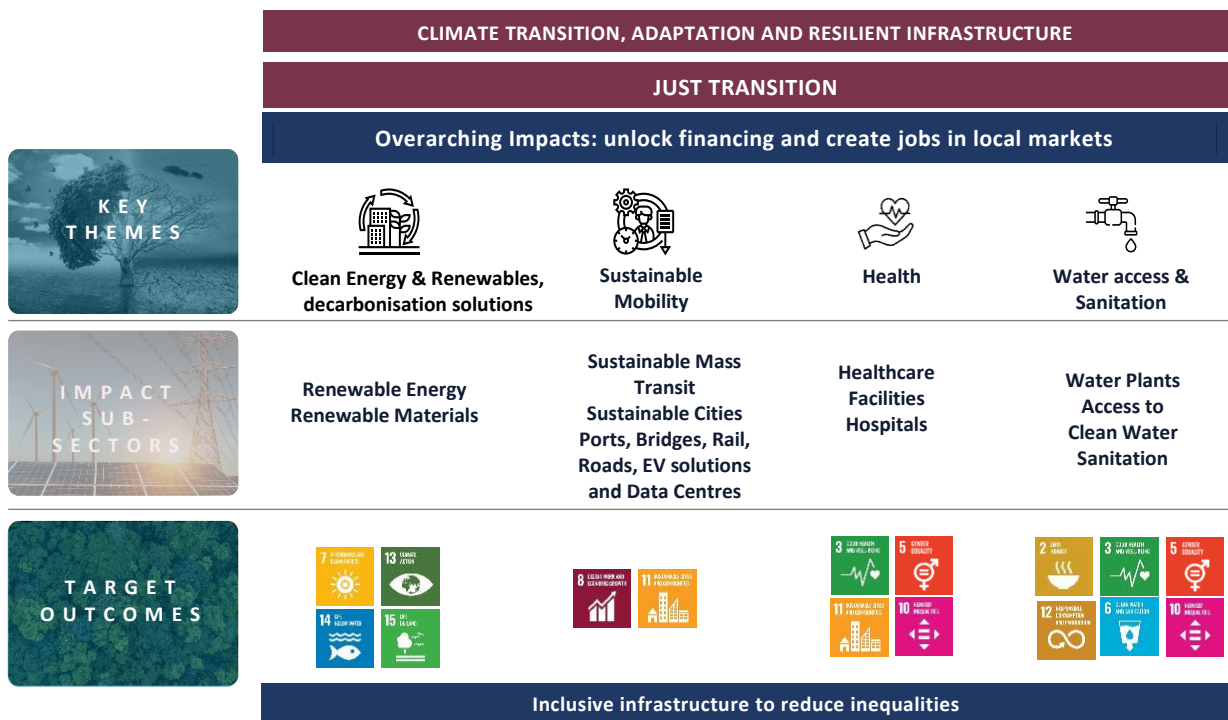
1. PRINCIPLE 1: DEFINE STRATEGIC IMPACT OBJECTIVES, CONSISTENT WITH THE INVESTMENT STRATEGY

The Manager shall define strategic impact objectives for the portfolio or fund to achieve positive and measurable social or environmental effects, which are aligned with the Sustainable Development Goals (SDGs), or other widely accepted goals. The impact intent does not need to be shared by the investee. The Manager shall seek to ensure that the impact objectives and investment strategy are consistent; that there is a credible basis for achieving the impact objectives through the investment strategy; and that the scale and/or intensity of the intended portfolio impact is proportionate to the size of the investment portfolio.

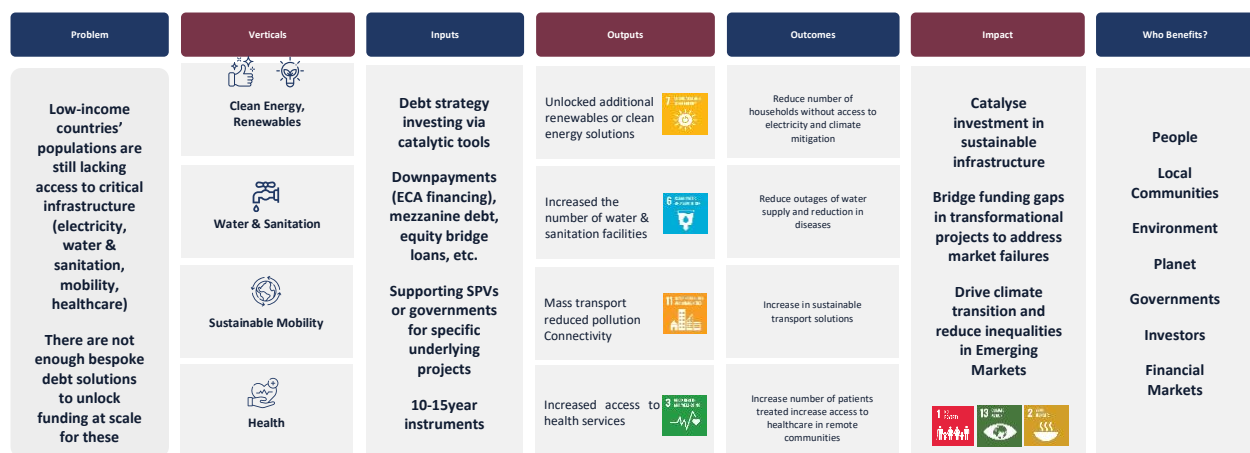
- ImpactA Global is a pioneering, women-led impact debt vehicle for Emerging Markets established to catalyse investment in sustainable infrastructure. Our investment strategy is to bridge funding gaps in transformational projects to address market failures. This will unlock critical investment to drive climate transition and reduce inequalities in Emerging Markets. ImpactA Global’s **Environmental, Social & Governance (ESG) and Impact Framework, together with the Investment Policy** codify our objective to be the go-to debt fund for agile solutions to unlock capital at scale to secure access to clean electricity, water, health services and sustainable mobility for the most deprived or isolated populations.
- ImpactA Global has identified the following dual challenges which it is seeking to address. There are huge swathes of underserved populations across the Global South which lack basic infrastructure which exacerbates inequalities, but there is not enough investment attracted to these regions leading to a constant lack of financing solutions for these critical infrastructure projects. ImpactA Global believes that, by helping create debt financing solutions for critical infrastructure in key sectors, it will have a catalytic impact not only in directly unlocking capital for its projects, but also paving the way for more institutional investment in sustainable infrastructure in the Global South, thus accelerating the climate transition and reducing inequalities in these geographies.
- ImpactA Global is regulated by the Sustainable Finance Disclosure Regulation (“SFDR”) and incorporated as an Article 8 fund.
- ImpactA Global has identified four infrastructure sectors or themes in which it believes it will be able to create the most impact, within its objective to address climate challenges and reduce inequalities, in addition to other UN Sustainable Development Goals. The Fund will target projects in four core sectors:
 - **Decarbonisation solutions, Clean Energy and Renewables:** target outcome to deliver increased electricity and climate mitigation.
 - **Water, water access and Sanitation:** target outcome to reduce outages of water supply and reduce diseases.
 - **Sustainable Mobility:** target outcome to deliver increased sustainable transport solutions and reduction in pollution, access to jobs and education.
 - **Health:** target outcome to deliver increased number of patients with access to healthcare

services.

Figure 1: ImpactA Global's Impact Themes



ImpactA Global's Theory of Change model



Source: ImpactA Global's Theory of change model

2. PRINCIPLE 2: MANAGE STRATEGIC IMPACT ON A PORTFOLIO BASIS

The Manager shall have a process to manage impact achievement on a portfolio basis. The objective of the process is to establish and monitor impact performance for the whole portfolio, while recognizing that impact may vary across individual investments in the portfolio. As part of the process,

the Manager shall consider aligning staff incentive systems with the achievement of impact, as well as with financial performance

- ImpactA Global has developed a framework for assessing and managing impact across the portfolio, which is codified in the **ImpactA Global ESG and Impact Framework**. This is applied consistently for every investment across the portfolio, irrespective of sector and geography. This includes an ex-ante impact assessment and standardised Key Performance Indicators (KPIs) to compare impact performance of investments within themes and impact monitoring requirements. This approach is further described in Principle 4.
- Given the early phase of the Fund, although ImpactA Global continues to consider aligning staff incentives to impact performance, for now, staff targets include managing ESG risks and delivering positive impact.

3. PRINCIPLE 3: ESTABLISH THE MANAGER'S CONTRIBUTION TO THE ACHIEVEMENT OF IMPACT

The Manager shall seek to establish and document a credible narrative on its contribution to the achievement of impact for each investment. Contributions can be made through one or more financial and/or non-financial channels. The narrative should be stated in clear terms and supported, as much as possible, by evidence.

- The contribution to impact outcome is embedded within the scoring methodology for the majority of our impact outcomes (including the multiplier effect for the financing; sectorial goals; and job creation). The guiding question which is applied is “Would this impact outcome have happened relative to what the market or social system would have achieved anyway?”. Investments receive a lower score if the positive impact was likely to have manifested regardless.
- The Manager will provide structured debt solutions for high impact infrastructure projects in Emerging Markets to close ‘gaps’ in the capital structure and ensure that good projects advance to financial close. In ImpactA Global’s experience, a fragmented investor base and absence of dedicated Emerging Market infrastructure funds result in a compelling market opportunity for a new strategic dedicated player that is global in its reach, and with a deep proprietary origination capability. There is a scarcity of market participants able to deploy funding that incorporates longer tenors, carries development/construction risk, that has sub-investment grade ratings or is deployed in frontier market jurisdictions. ImpactA Global will therefore focus on the more complex parts of the capital structure, notably those typically overlooked by other market participants but where there is greatest opportunity for catalytic impact. These include uncovered credit and residual risk, down payment financing alongside ECAs, mezzanine debt and bridge financing alongside the official and private sector in less developed markets. Concentrating on a specific asset class replicable in any region, ImpactA Global is a pioneer in the space, bringing with it a powerful catalytic impact, in a sizable market and with a rapidly scalable strategy. The Manager will support investees in implementing transparency and developing best practices in the ESG and Impact Management areas.

4. PRINCIPLE 4: ASSESS THE EXPECTED IMPACT OF EACH INVESTMENT, BASED ON A SYSTEMATIC APPROACH

For each investment the Manager shall assess, in advance and, where possible, quantify the concrete, positive impact potential deriving from the investment. The assessment should use a suitable results measurement framework that aims to answer these fundamental questions: (1) What is the intended impact? (2) Who experiences the intended impact? (3) How significant is the intended impact? The Manager shall also seek to assess the likelihood of achieving the investment's expected impact. In assessing the likelihood, the Manager shall identify the significant risk factors that could result in the impact varying from ex-ante expectations. In assessing the impact potential, the Manager shall seek evidence to assess the relative size of the challenge addressed within the targeted geographical context. The Manager shall also consider opportunities to increase the impact of the investment. Where possible and relevant for the Manager's strategic intent, the Manager may also consider indirect and systemic impacts. Indicators shall, to the extent possible, be aligned with industry standards and follow best practice.

- ImpactA Global has developed a measurement framework for evaluating the expected impact of prospective investments, which is codified in the **ESG and Impact Framework**. This is a systematic and consistent approach and it is applied to every single investment.
- The impact scoring methodology aligns with the "[Operating Principles for Impact Management](#)" (OPIM) principles and broadly draws upon the Impact Management Project's "five dimensions of impact" (How, Who, How Much, Contribution and Risk). As part of the due diligence process, each potential investment is scored and the scoring is broken down into 3 overarching categories which are A) Intensity Score, B) Climate Score and C) Inclusivity Score. The following paragraphs explain the scoring methodology in more detail.
- The **Intensity Score** measures how much financing the investment will unlock i/e/ the "multiplier effect" (with a maximum score of 7). This is the same across all investments, irrespective of sector.
- The **Climate Score** measures the investment's contribution to the energy transition (with a maximum score of 4). This is the same across all investments, irrespective of sector.
- The **Inclusivity Score** is sector specific and measures the sectoral reach, job creation and gender (with a maximum score of 18). It considers:
 - the intended outcome (what) e.g. MW of clean energy
 - the depth of the impact (how much) e.g. how many MW of clean energy
 - who (what is the relative need of those benefitting/ how underserved are they?) e.g. % of population with access to electricity in target country
- This score considers the relative need in the target geography and also draws on objective datasets (e.g. World Bank) to support the scoring methodology
 - It also considers the contribution and the risk of that impact not materialising.
 - The Inclusive Score also captures the investment's contribution to job creation and gender reach.
- Although indirect and systemic impacts are not formally captured within impact scoring methodology, where relevant ImpactA Global will document and monitor additional positive

impacts e.g. an investment which supports electrification may result in additional gender benefits such as reducing time spent by females collecting firewood for cooking.

- Given the early stage of the Fund, ImpactA Global has intentionally not set impact scoring thresholds which each investment must meet. As the Fund appraises more investments and deploys capital, this is an area which may be included to further strengthen the approach.

5. PRINCIPLE 5: ASSESS, ADDRESS, MONITOR AND MANAGE POTENTIAL NEGATIVE IMPACTS OF EACH INVESTMENT

For each investment the Manager shall seek, as part of a systematic and documented process, to identify and avoid, and if avoidance is not possible, mitigate and manage Environmental, Social and Governance (ESG) risks. Where appropriate, the Manager shall engage with the investee to seek its commitment to take action to address potential gaps in current investee systems, processes, and standards, using an approach aligned with good international industry practice. As part of portfolio management, the Manager shall monitor investees' ESG risk and performance, and where appropriate, engage with the investee to address gaps and unexpected events.

- ImpactA Global believes that strong ESG credentials are the foundation for impact investing. Whilst intrinsically interrelated, our due diligence process considers “ESG” and “impact” as two separate processes. ImpactA Global has developed a framework for conducting both ESG and impact analysis for each investment. This leverages proprietary tools alongside external frameworks to identify and manage ESG risks. The approach is aligned with industry standards, including the Equator Principles.
- ImpactA Global has embedded appropriate resources to conduct ESG and impact assessments. This includes: a dedicated ESG and Impact team; use of independent Environmental and Social consultants to support due diligence where appropriate and a formal Impact Committee embedded into our investment deal process. In addition to senior team members, the Impact Committee is also attended by independent impact advisors who challenge each investment from an impact perspective.
- ImpactA Global’s approach to assessing, addressing and managing potential negative ESG topics is codified in **ImpactA Global’s ESG Policy**. This aims to ensure that all potential investments are reviewed against the following commitments and requirements:
 - Fund’s Exclusion list in line with the Harmonised EDFI Exclusion List
 - The Equator Principles (which we use as a risk management framework on a best-efforts basis)
 - IFC Performance Standards 2012 stated on IFC’s website (www.ifc.org), as part of the Equator Principles
 - Applicable national and international laws, regulations and conventions on environment, labour, health, safety and social issues and any standards established therein.
 - World Bank’s General EHS Guidelines as well as any relevant associated Industry Sector Guidelines, as part of the reference in the Equator Principles
 - The recommendations of the Task Force on Climate-related Financial Disclosures
 - Principal Adverse Impacts (“PAIs”) indicators (for at least 50% of investments)
 - The Operating Principles for Impact Management

- United Nations Guiding Principles on Business and Human Rights.
- International Bill of Human Rights.
- OECD Guidelines for Multinational Enterprises.
- Declaration of International Labor Organisation (“ILO”) on Fundamental Principles and Rights at Work.
- Compliance and governance aspects of investments are screened and assessed in line with **ImpactA Global’s Anti Money Laundering and Anti-Bribery and Corruption Policy** and **ImpactA Global’s Anti Money Laundering and Anti-Bribery and Corruption Checklist**.
- The consideration of ESG risks is embedded into each stage of the investment process as described in Figure 3.

Figure 3: ESG and impact steps in the investment life cycle

Steps 1 & 2 - Screening Stage	Outputs
<ul style="list-style-type: none"> ▪ Initial assessment of impact potential, ESG red flags, screening against exclusions 	Screening One Pager
<p><input checked="" type="checkbox"/> EMAIL or VERBAL approval by one CEO</p>	
Step 3 - Preliminary Impact Due Diligence	
<ul style="list-style-type: none"> ▪ Liaison with the sponsor to identify and analyse positive and measurable impacts and KPIs ▪ Propose due diligence budget 	Impact Scorecard
<p><input checked="" type="checkbox"/> Impact Committee sign off</p>	Impact Memo
Steps 4 & 5 Preliminary ESG DD	
<ul style="list-style-type: none"> ▪ Sponsor to complete sector ESG DD questionnaire ▪ Desk review against the Equator Principles, PAIs, ABC and Good Governance checks using project ESIA (if available) ▪ Identify E&S independent consultant and agree scope of DD ▪ Assess ability of the sponsor to deliver impact and begin to negotiate key impact goals 	IC Memo
<p><input checked="" type="checkbox"/> Investment Committee sign off</p>	
Steps 6, 7 & 8 Confirmatory ESG DD	
<ul style="list-style-type: none"> ▪ Site visit if appropriate (alongside E&S consultant), interviews with management and full PAI and ESG DD ▪ Agree the ESAP (including impact items) and ESG covenants with sponsor 	Final IC Memo, final ESAP
<p><input checked="" type="checkbox"/> Final Impact, Investment Committee and AIFM sign off</p>	Final loan doc
	Confirm status as SFDR “sustainable investment”
Post-investment Monitoring	
<ul style="list-style-type: none"> ▪ Regular monitoring of ESAP implementation, including periodic site visits ▪ Red flag reporting of any material E&S risk by the sponsor ▪ Collection of PAI data to monitor performance 	SFDR Annual Periodic Reporting

6. PRINCIPLE 6: MONITOR THE PROGRESS OF EACH INVESTMENT IN ACHIEVING IMPACT AGAINST EXPECTATIONS AND RESPOND APPROPRIATELY

The Manager shall use the results framework (referenced in Impact Principle 4) to monitor progress toward the achievement of positive impacts in comparison to the expected impact for each investment. Progress shall be monitored using a predefined process for sharing performance data with the investee. To the best extent possible, this shall outline how often data will be collected; the method for data collection; data sources; responsibilities for data collection; and how, and to whom, data will be reported. When monitoring indicates that the investment is no longer expected to achieve its intended impacts, the Manager shall seek to pursue appropriate action. The Manager shall also seek to use the results framework to capture investment outcomes.

- As part of the ESG and Impact Framework, ImpactA Global has developed an approach to monitor ESG and impact performance and flag areas of underperformance. This includes:
 - Twice yearly monitoring of how the borrower is implementing actions contained in the ESIAP (Env & Social and Impact Action Plan).
 - Annual reporting and monitoring on ESG and impact including how each investment is meeting the scores assigned in the investment's impact score.
 - PAIs will be monitored annually and alignment reported on an annual basis to the Alternative Investment Fund Manager (AIFM) and investors.
 - Ongoing red flag reporting by the borrower for any material environmental and social risk or event.
 - ImpactA Global will also conduct 24-month strategic impact reviews for targeted regions/sectors. These reviews will assess the extent to which ImpactA Global is enabling investment and unlocking capital in the most efficient way and incorporating lessons learned.

7. PRINCIPLE 7: CONDUCT EXITS CONSIDERING THE EFFECT ON SUSTAINED IMPACT

When conducting an exit, the Manager shall, in good faith and consistent with its fiduciary concerns, consider the effect which the timing, structure, and process of its exit will have on the sustainability of the impact.

- In general, ImpactA Global anticipates that the loans it provides will amortise and paid down rather than be sold to new debt buyers. This means the ESG and impact goals remain with the SPV or sovereign.
- By investing in projects which are inherently impactful due to the nature of their core and underlying business models, ImpactA Global reduces the likelihood that an exit will threaten the longevity of that impact.

- Noting the early stage of the Fund, ImpactA Global has not yet executed any exits to date. However, in preparation for future exits, ImpactA Global has prepared a short Exit ESG and Impact Checklist which considers the following:
 - Whether ESG and impact was embedded and achieved during the life of the loan?
 - During exit preparations (on a best-efforts basis), whether ImpactA Global leveraged any further engagement with the investment to support the longevity of the investments ESG and impact goals?
 - Was the Borrower able to confirm that the most material impact and ESG goals will continue to be progressed?

8. PRINCIPLE 8: REVIEW, DOCUMENT, AND IMPROVE DECISIONS AND PROCESSES BASED ON THE ACHIEVEMENT OF IMPACT AND LESSONS LEARNED

The Manager shall review and document the impact performance of each investment, compare the expected and actual impact, and other positive and negative impacts, and use these findings to improve operational and strategic investment decisions, as well as management processes.

- Principle 6 describes ImpactA Global's approach to monitoring of each investment to assess alignment with ESG requirements and progression against impact objectives. Notably, ImpactA Global will also conduct 24-month strategic impact reviews for targeted regions/sectors. These reviews will assess the extent to which ImpactA Global is enabling investment and unlocking capital in the most efficient way and incorporating lessons learned.
- Given the early stage of the Fund, ImpactA Global recognises that the ESG and Impact Framework, management processes and engagement with investments will evolve and may need adjusting over time and the Fund is embedding appropriate resources to account for this.

9. PRINCIPLE 9: PUBLICLY DISCLOSE ALIGNMENT WITH THE IMPACT PRINCIPLES AND PROVIDE REGULAR INDEPENDENT VERIFICATION OF THE ALIGNMENT

The Manager shall publicly disclose, on an annual basis, the alignment of its impact management systems with the Impact Principles and, at regular intervals, arrange for independent verification of this alignment. The conclusions of this verification report shall also be publicly disclosed. These disclosures are subject to fiduciary and regulatory concerns.

- This Disclosure Statement re-affirms the alignment of ImpactA Global's procedures with the Impact Principles and will be updated annually (next Disclosure Statement due February 2026).
- In October 2023, ImpactA Global engaged BlueMark to undertake an independent diagnostic verification of the alignment of ImpactA Global's impact management framework, the results of which have been incorporated into our approach.

- Impact A Global will seek external verification of alignment of its impact management systems and processes with the Impact Principles in 2027. As it is a new Manager, in the infrastructure sector, which hasn't deployed any capital at the time of this disclosure, this timeline leaves some time to establish an initial portfolio of transactions under construction.