

SFDR pre-contractual disclosures Annex

Premier Umbrella Fund – BlueOrchard Impact Bond Fund - Blue I

Sustainable investment means an investment in an economic activity that contributes to an environmental or social objective, provided that the investment does not significantly harm any environmental or social objective and that the investee companies follow good governance practices.

The **EU Taxonomy** is a classification system laid down in Regulation (EU) 2020/852, establishing a list of **environmentally sustainable economic activities**. That Regulation does not include a list of socially sustainable economic activities. Sustainable investments with an environmental objective might be aligned with the Taxonomy or not.

Template pre-contractual disclosure for the financial products referred to in Article 9, paragraphs 1 to 4a, of Regulation (EU) 2019/2088 and Article 5, first paragraph, of Regulation (EU) 2020/852

Product name: BlueOrchard Impact Bond Fund - Blue I (the "BlueOrchard Impact Bond Fund - Blue I")

Legal entity identifier: 549300EROD2YRSMWJI94

Sustainable investment objective

Does this financial product have a sustainable investment objective? <i>[tick and fill in as relevant, the percentage figure represents the minimum commitment to sustainable investments]</i>	
<input checked="" type="radio"/> <input checked="" type="radio"/> <input checked="" type="checkbox"/> Yes	<input type="radio"/> <input type="radio"/> <input type="checkbox"/> No
<input checked="" type="checkbox"/> It will make a minimum of sustainable investments with an environmental objective: 30% of its total book value <ul style="list-style-type: none"><input type="checkbox"/> in economic activities that qualify as environmentally sustainable under the EU Taxonomy<input checked="" type="checkbox"/> in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy	<input type="checkbox"/> 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 <ul style="list-style-type: none"><input type="checkbox"/> with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy<input type="checkbox"/> with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy<input type="checkbox"/> with a social objective
<input checked="" type="checkbox"/> It will make a minimum of sustainable investments with a social objective: 30% of its total book value	<input type="checkbox"/> It promotes E/S characteristics, but will not make any sustainable investments



Sustainability indicators measure how the sustainable objectives of this financial product are attained.

What is the sustainable investment objective of this financial product?

The sustainable investment objectives of BlueOrchard Impact Bond Fund - Blue I are to invest the substantial majority of its portfolio into:

1. Sustainable investments that contribute to the transition to a low carbon economy and the reduction of carbon emissions via climate mitigation solutions such as renewable energy, clean transportation or energy efficiency solutions, along with climate change adaptation, sustainable use and protection of water and marine resources, transition to a circular economy, pollution prevention and control or protection and restoration of biodiversity and ecosystems.

Investments can for example be in green, sustainability and climate bonds.

2. *Sustainable investments with a social inclusion objective, particularly investing in bonds that contribute to improve financial inclusion, access to essential services and basic infrastructure to underserved populations. Essential services considered are clean drinking water, sewers, sanitation, information and communication systems, and basic infrastructure categories comprise access to health, education and vocational training.*

At least 95% of the total book value of BlueOrchard Impact Bond Fund – Blue I will be made in sustainable investments within the meaning of article 2 (17) of Regulation (EU) 2019/2088 of the European Parliament and of the Council of 27 November 2019 on sustainability-related disclosures in the financial services sector, as amended (the "SFDR") (with the exception of cash, cash management services for liquidity management and financial derivative instruments used for hedging purposes), whereas the minimum exposure of BlueOrchard Impact Bond Fund – Blue I to sustainable investments in each of aforesaid sub-categories (i.e., investments with an environmental objective and investments with a social investment) will be at least 30% of its total book value. The different asset classes follow either environmental or social objectives and the allocation of the asset classes depends on market conditions.

BlueOrchard Impact Bond Fund - Blue I aims to contribute towards the following UN Sustainable Development Goals (the "SDGs") specifically:

- *SDG 3: Good Health and Well-Being*
- *SDG 6: Clean Water and Sanitation*
- *SDG 7: Affordable, Reliable, Sustainable and Modern Energy*
- *SDG 8: Decent Work and Economic Growth*
- *SDG 9: Industry, Innovation and Infrastructure*
- *SDG 11: Sustainable Cities and Communities*
- *SDG 12: Responsible Consumption and Production; and*
- *SDG 13: Climate Action*

Each sustainable investment should positively contribute to at least one of those eight SDGs, without significantly harming any sustainable objectives.

There is no external reference benchmark designated for the purpose of attaining the sustainable investment objectives. Instead, internal proprietary assessments based on the B.Impact Framework (as defined below) will be used to screen the investment universe. For each sustainable objective, the Investment Manager selects the relevant KPIs and assesses the materiality of their contribution.

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

BlueOrchard Impact Bond Fund - Blue I will be assessed using the B.Impact Framework which includes two scorecards: an ESG scorecard (or "SPIRIT ESG Scorecard") and an impact scorecard (or "SPIRIT Impact Scorecard"). These scorecards (that have an associated rating scale) will be used to measure and report on the attainment of the sustainable investment objectives of BlueOrchard Impact Bond Fund - Blue I.

BlueOrchard Impact Bond Fund - Blue I will only invest in issuances that achieve SPIRIT Impact ratings with "Very High" impact, "High" impact and "Medium" impact and that have at the utmost a "medium risk" rating according to the SPIRIT ESG Scorecard.

B.Impact Framework explained:

B.Impact is the Investment Manager's holistic approach to manage and measure ESG risks and impact potential across asset classes and impact themes. It is a three folded approach including the Investment Manager's SDGs,

Practice, Impact Rating & Intelligence Tool (SPIRIT). The B.Impact Framework has been verified externally, as per the Operating Principles of Impact Management, receiving a high score¹.

- The SPIRIT ESG Scorecard performed on company level entails a sustainability risk assessment taking into consideration environmental, social and governance events or conditions that could cause an actual or a potential material negative impact on the value of the investment. It also assesses if the company meets certain minimum safeguard standards.
- The SPIRIT Impact Scorecard performed on each investment assesses the potential impact of the investment and follows the five dimensions of the Impact Management Project². It combines the investment intent with impact KPIs and information on the end beneficiaries and assesses the contribution while factoring in the different potential risks that the intended impact may not be achieved. The result of the SPIRIT Impact Scorecard assessment is the confirmation of the alignment and contribution to BlueOrchard Impact Bond Fund - Blue I's sustainable social objectives.

Below are the SPIRIT Impact Scorecard and SPIRIT ESG Scorecard rating scales.



- An SDG mapping based on the impact KPIs is done at both an individual investment and overall portfolio level.

The ESG and impact assessment process is performed independently from any other fund activity and team, and involves multiple steps shown below. It is also the first step of the investment process, which plays the role of a gate keeper in relation to the investable universe. In fact, it is the responsibility of the Investment Manager's impact team ("Impact Team") to potentially include a company or bond issuance in the investment universe. The process has been externally verified.

A breakdown by ESG risk and impact score will be reported at portfolio level with percentages of exposure to "Very High" impact, "High" impact and "Medium" impact for the impact scores of every investment, and "Very Low" ESG risk, "Low" ESG risk and "Medium" ESG risk, for the ESG score of every investment.

Each investment will be analyzed on the contribution to the environmental or social sustainable objectives of BlueOrchard Impact Bond Fund - Blue I as described above.

Principal adverse impacts are the most significant negative impacts of investment decisions on sustainability factors relating to environmental, social and employee matters, respect for human rights, anti-corruption and anti-bribery matters.

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

During the investment process, the indicators for adverse impacts on sustainability factors listed in Annex I of the Commission Delegated Regulation (EU) 2022/1288 of 6 April 2022 supplementing Regulation (EU) 2019/2088 of the European Parliament and of the Council with regard to regulatory technical standards specifying the details of the content and presentation of the information in relation to the principle of 'do no significant harm', specifying the content, methodologies and presentation of information in relation to sustainability indicators and adverse sustainability impacts, and the content and presentation of the information in relation to the promotion of environmental or social characteristics and sustainable investment objectives in pre-contractual documents, on websites and in periodic reports, as amended from time to time ("Delegated Regulation") are taken into account by assessing an investee's performance against the principle adverse impact sustainability indicators established by the Delegated Regulation. The

¹ See https://www.blueorchard.com/wp-content/uploads/BlueOrchard_OPIM-Disclosure-Statement_November-2021.pdf for additional details

² <https://impactmanagementproject.com/> The IMP has brought together a range of different organisations to build and further global consensus on how to measure, assess and report impacts on people and the environment.

results of these assessments are used as part of the process to determine whether BlueOrchard Impact Bond Fund - Blue I's sustainable investments do not cause significant harm to any of BlueOrchard Impact Bond Fund - Blue I's sustainable investment objectives, taking account of any relevant additional information produced as part of the due diligence and investment processes.

The systematic use of the proprietary B.Impact Framework defines the use of the SPIRIT Impact Scorecard and the SPIRIT ESG Scorecard to assess all potential investments and to identify any significant harm or principal adverse sustainability impacts towards the sustainable investment objectives of BlueOrchard Impact Bond Fund - Blue I. Additionally, a standard list of sustainability factors is systematically analyzed in these scorecards. Post-investment, ESG issues are monitored by the Impact Team with a reassessment of the SPIRIT Impact Scorecard and the SPIRIT ESG Scorecard as well as with the external provider RepRisk.

The notion of “do no harm” is at the core of BlueOrchard Impact Bond Fund - Blue I's purpose and the Investment Manager closely and very actively monitors developments in specific sectors to identify negative industry trends where they arise and to reassess investment strategy where necessary in that context.

All relevant principle adverse sustainable impact indicators are assessed at the time of investment and will be monitored over the holding period of the investment.

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

The principle adverse sustainable impact indicators in Annex I of the Delegated Regulation are part of the ESG assessment performed on every sustainable investment. These indicators are part of the B.Impact Framework and its SPIRIT Impact Scorecard and SPIRIT ESG Scorecard and the answers will be tracked to monitor the change of these impacts over time.

— *How are the sustainable investments aligned with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights?*

The systematic use of the proprietary B.Impact Framework defines the use of ESG scorecards to assess all potential investments and their alignment to the eight fundamental conventions identified in the Declaration of the International Labour Organisation on Fundamental Principles and Rights at Work. Furthermore, the Investment Manager excludes issuers which are involved on a structural, repetitive, or severe basis directly or indirectly via their subsidiaries in controversies or violations of the UN Global Compact Principles, the Declaration of the International Labour Organisation on Fundamental Principles and Rights at Work, OECD Guidelines for Multinational Enterprises and UN Guiding Principles on Business and Human Rights.



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

☐ Yes

☒ No



What investment strategy does this financial product follow?

The universe is constituted mostly of use-of-proceeds bonds and sustainability-linked bonds with clear and measurable impact metrics and targets that are aligned and contribute to at least one of the environmental or social sustainable objectives of BlueOrchard Impact Bond Fund - Blue I.

The Impact Team has full ownership of the ESG & Impact assessments and is responsible for its monitoring, including the review of any major update/change. The Impact Team also performs the SPIRIT Impact Scorecard and SPIRIT ESG Scorecard as well as SDG mapping and impact categorisation. The Investment Manager's portfolio management team (“PM Team”) provides a pre-evaluated potential investment universe, taking the exclusion list and impact potential into account. After, the Impact Team is

in charge of reviewing and approving an investment opportunity from a sustainability perspective. Investments can only be done on these approved securities.

The PM Team is responsible for the risk-return balance and the diversification of BlueOrchard Impact Bond Fund - Blue I. There is no involvement of the PM Team in the ESG and impact assessment of an investment opportunity. The Investment Manager's risk, legal and compliance team ("RLC Team") may flag potential country or investment risk on an ad-hoc basis and may request the Impact Team to complete a re-evaluation, to ensure that none of the issuers cause any significant reputational risk for the Investment Manager.

The Investment Manager's "Impact Committee", composed of a representative of the Impact Team (mandatory and with voting rights), a representative of the RLC Team (mandatory and with voting rights), a representative of the relevant regional investment team bringing local expertise (optional, without voting rights), a representative of the PM Team (optional, observer role without voting rights), can be conveyed on an ad-hoc basis in case of controversies accompanying an investment opportunity. Decisions are taken exclusively unanimously.

In addition, the B Impact Framework follows best impact practices and is aligned with the Operating Principles for Impact Management ("OPIM")³. The B Impact Framework for public assets has already been externally verified regarding its alignment to the OPIM⁴.

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

The binding elements of BlueOrchard Impact Bond Fund - Blue I are:

- BlueOrchard Impact Bond Fund - Blue I will not knowingly invest in any activity that is involved in excluded investments, as per the Investment Manager's public assets exclusion list (see table 1 below).
- All sustainable investments of BlueOrchard Impact Bond Fund - Blue I will aim to positively contribute to at least one of the eight SDGs outlined above and thus to at least one of the sustainable investment objectives of BlueOrchard Impact Bond Fund – Blue I.
- BlueOrchard Impact Bond Fund - Blue I's investment universe consists of organizations that have low or medium risk ESG ratings, as indicated by the SPIRIT ESG Scorecard's rating scale mentioned above. Investments into "high ESG risk" are possible but require an additional approval of the Impact Committee approval and might require additional engagement with the investee, or additional monitoring requirements (to be defined during the Impact Committee). "Very high ESG risk" organizations are excluded from the BlueOrchard Impact Bond Fund - Blue I's investment universe.
- BlueOrchard Impact Bond Fund - Blue I targets investments with "Very High" impact and "High" impact, as indicated by the SPIRIT Impact Scorecard's rating scale. Investments into "Medium Impact" are possible but require an additional approval of the Impact Committee and possible additional engagement and/or monitoring with the investee (to be defined during the Impact Committee). Investments with "Low" impact will be excluded from the investment universe.

Lastly, the investment strategy is selecting either use-of-proceeds bonds such as green bonds, sustainability bonds or social bonds for which the impact and the alignment to the sustainable investment objectives of BlueOrchard Impact Bond Fund - Blue I can be fully assessed and analysed, sustainability-linked bonds with the condition that the targets selected by the issuers are deemed as material from a sustainability perspective by the Investment Manager, or other Impact Bonds as further described in section 5. "Investment Guidelines and Restrictions" of the specific part of the Prospectus describing BlueOrchard Impact Bond Fund - Blue I. All these bonds have to qualify as sustainable investment in the meaning of art. 2 (17) SFDR and to contribute to at least one of the sustainable investment objective of BlueOrchard Impact Bond Fund - Blue I.

³ <https://www.impactprinciples.org/>

⁴ <https://www.blueorchard.com/investment-expertise/listed-debt/>

Table 1: BlueOrchard Public Assets Exclusion List

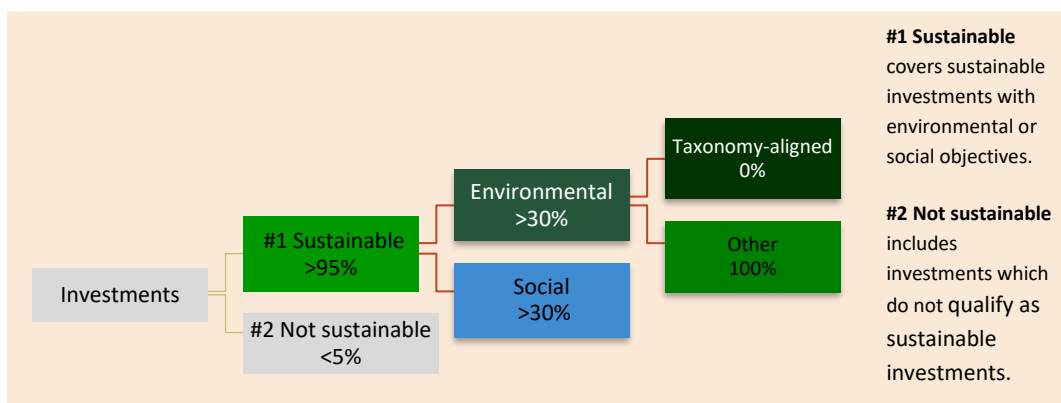
Criteria	Production	Supporting activities	Use-of-proceeds instruments
Controversial behavior	0%	0%	Full adherence
Controversial Weapons	0%	0%	Full adherence
Conventional Weapons	5%	5%	Full adherence
Coal	5%	5%	Specific treatment defined
Unconventional Oil & Gas	0%	5%	Specific treatment defined
Conventional Oil & Gas	5%	5%	Specific treatment defined
Power generation	5%	5%	Specific treatment defined
Radioactive material	0%	0%	Full adherence
Unbonded asbestos fibers	0%	0%	Full adherence
Drift net fishing	0%	n/a	Full adherence
Tobacco	0%	5%	Full adherence
Cannabis	5%	5%	Full adherence
Alcohol (excl. beer & wine)	5%	5%	Full adherence
Gambling	0%	0%	Full adherence
Pornography	0%	5%	Full adherence

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

The assessment based on the B.Impact Framework will include pre-investment screens and an assessment of the good governance practices of each investment, including on factors such as a code of conducts and ESG incident screening. The good governance score represents 33% of the SPIRIT Impact Scorecard and SPIRIT ESG Scorecard's score and comprises topics such as business integrity, compliance with local regulation, corporate governance accountability or transparency and disclosure maturity.

Post-investment, changes to these factors will be monitored, assessed and engaged with. Where potential issues arise, the performance of an issuer is below expected, or when the reported data is incomplete to reach a conclusion, the Investment Manager will engage with the issuer to evaluate the performance. The Investment Manager will encourage investee companies to improve their good governance practices and disclosures as well as their contribution to the social and climate related transformation. In case the score of investee company in the rating scale of the SPIRIT Impact Scorecard falls below 50 in the periodic re-assessment performed by the Investment Manager, such position in the portfolio of BlueOrchard Impact Bond Fund - Blue I has to be sold.

What is the asset allocation and the minimum share of sustainable investments?



Taxonomy-aligned activities are expressed as a share of:

- **turnover** reflecting the share of revenue from green activities of investee companies
- **capital expenditure** (CapEx) showing the green investments made by investee companies, e.g. for a transition to a green economy.
- **operational expenditure** (OpEx) reflecting green operational activities of investee companies.

To comply with the EU Taxonomy, the criteria for **fossil gas** include limitations on emissions and switching to fully renewable power or low-carbon fuels by the end of 2035. For **nuclear energy**, the criteria include comprehensive safety and waste management rules.

Enabling activities directly enable other activities to make a substantial contribution to an environmental objective.

Transitional activities are activities for which low-carbon alternatives are not yet available and among others have greenhouse gas emission levels corresponding to the best performance.

The share of sustainable investment is exclusively allocated to investment in fully vetted (for impact and ESG purposes) issuers and their bond issuances. All these bond investments are considered “category 1” or sustainable as they are subject to the previously described requirements for impact/ESG/sustainability and required to achieve at minimum a “Medium” ESG risk score and a “Medium” impact score for admission into the portfolio universe of acceptable investments.

In respect of “category 2” BlueOrchard Impact Bond Fund - Blue I may, for purposes of liquidity management, also maintain an allocation of cash and cash management service (CMS) of Brown Brothers Harriman or other depository banks. This category also includes the use of financial derivative instruments for hedging purposes.

The total minimum share of sustainable investment is 95% of the total book value of BlueOrchard Impact Bond Fund – Blue I. With the exception of the cash/liquidity management and hedging portion of the portfolio, all investments are considered and required to be “sustainable” and meet the criteria established in the Prospectus and Investment Guidelines.

The Management Company may temporarily allow the Investment Manager to increase the cash ratio above 5% of the total book value of BlueOrchard Impact Fund – Blue I at its discretion to help the Investment Manager to protect BlueOrchard Impact Fund - Blue I through periods of intense market stress as determined by the Management Company or period of holding securities being matured after consultation with the Investment Manager.

- **How does the use of derivatives attain the sustainable investment objective?**
BlueOrchard Impact Bond Fund - Blue I is not using derivatives as part of the sustainable investment strategy. Therefore, derivatives are only used for hedging purposes, hence being considered as neutral.



To what minimum extent are sustainable investments with an environmental objective aligned with the EU Taxonomy?

At the date of this Prospectus, it is not yet possible to commit to the BlueOrchard Impact Bond Fund - Blue I maintaining a minimum alignment with the EU Taxonomy, as the Investment Manager is currently not in a position to accurately determine to what extent the investments of BlueOrchard Impact Bond Fund - Blue I are in taxonomy-aligned environmentally sustainable activities. However it is expected that BlueOrchard Impact Bond Fund - Blue I invests in companies and economic activities that contribute to the environmental objectives of climate change mitigation and climate change adaptation, sustainable use and protection of water and marine resources, transition to a circular economy, pollution prevention and control or protection and restoration of biodiversity and ecosystems within the meaning of the EU Taxonomy. Therefore there is no minimum extent to which BlueOrchard Impact Bond Fund - Blue I’s sustainable investments with an environmental objective are aligned with the EU Taxonomy.

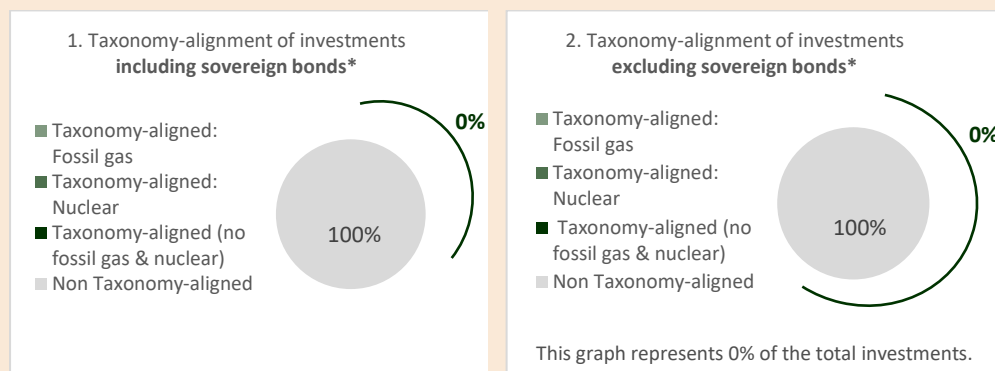
- **Does the financial product invest in fossil gas and/or nuclear energy related activities that comply with the EU Taxonomy⁵?**

<input type="checkbox"/>	Yes:	
<input type="checkbox"/> In	<input type="checkbox"/> fossil gas	<input type="checkbox"/> In nuclear energy
<input checked="" type="checkbox"/>	No	

⁵ 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 objectives - 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.

Reference benchmarks are indexes to measure whether the financial product attains the sustainable investment objective.

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.

are environmentally sustainable investments that do not take into account the criteria for environmentally sustainable economic activities under the EU Taxonomy.

What is the minimum share of investments in transitional and enabling activities?

In future, it is expected that BlueOrchard Impact Bond Fund - Blue I will assess and report on the extent to which its underlying investments are in economic activities that qualify as environmentally sustainable under the EU Taxonomy, along with information relating to the proportion of enabling and transitional activities. This Prospectus will be updated once it is possible in the Investment Manager's opinion to accurately disclose to what extent BlueOrchard Impact Bond Fund - Blue I's investments are in taxonomy-aligned environmentally sustainable activities, including the proportions of investments in enabling and transitional activities selected for BlueOrchard Impact Bond Fund - Blue I.

As per the above, at the date of this Prospectus there is no minimum share of investments in transitional and enabling activities.

What is the minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy?

The minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy is 100% of the total book value of BlueOrchard Impact Bond Fund - Blue I. As stated above, this Prospectus will be updated once it is possible in the Investment Manager's opinion to accurately disclose to what extent BlueOrchard Impact Bond Fund - Blue I's sustainable investments with an environmental objective are aligned with the EU Taxonomy.

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

The minimum share of sustainable investments with a social objective is 30% of the total book value of BlueOrchard Impact Bond Fund - Blue I.

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

#2 Not sustainable includes investments that are treated as neutral, such as cash and derivatives used with the aim of reducing risk (FX hedging) and liquidity management.

Minimum safeguards are applied in relation to cash and hedging investments via the operation of good governance test procedures and by reference to the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights, including the 33 principles and rights set out in the eight fundamental conventions identified in the Declaration of the International Labour Organisation on Fundamental Principles and Rights at Work and the International Bill of Human Rights.



Is a specific index designated as a reference benchmark to meet the sustainable investment objective?

There is no benchmark, based on the nature of the fixed maturity strategy.

- ***How does the reference benchmark take into account sustainability factors in a way that is continuously aligned with the sustainable investment objective?***

N/A

- ***How is the alignment of the investment strategy with the methodology of the index ensured on a continuous basis?***

N/A

- ***How does the designated index differ from a relevant broad market index?***

N/A

- ***Where can the methodology used for the calculation of the designated index be found?***

N/A



Where can I find more product specific information online?

More product-specific information can be found on the website:

<https://www.blueorchard.com/impact-investing/social-performance-management/>