

B-FLEXION Fund Management (Jersey) Limited Responsible Investment Policy

2024

B-FLEXION

The B-FLEXION group ("B-FLEXION") is a private, entrepreneurial investment firm platform, managing, setting strategy and providing advice and execution capabilities to its businesses and funds.

B-FLEXION seeds, acquires and builds asset management investment partnerships, principally in the fields of Private Equity, Venture Capital, Infrastructure, Technology, Real Estate, Hedge Funds, Public and Private Credit, and Public Securities. As well as these partnerships, B-FLEXION makes principal investments in operating businesses in transformative industries.

This Policy has been designed with regard to, and should be read in light of, the B-FLEXION 'Vision' and 'Core Values'.

Vision

To create long-term, sustainable industrial value for the modern era and to do so by always adhering to the values at the heart of our group.

Core Values

Stewardship: We have a strong commitment to future generations, investing in the stability of our businesses and nurturing of talent. This approach is rooted in the values and heritage of our founding partners.

Integrity: Our commitment to future generations informs how we behave. We are always mindful of our impact on other people and on the planet, and we approach our work with transparency, sincerity, respect and loyalty. How we do things matters as much as what we do.

Performance: We constantly pursue success and are committed to showing leadership by encouraging others and recognising superior performance, always challenging ourselves against relevant benchmarks.

Entrepreneurship: Entrepreneurs at heart, we believe in a culture of the possible, and emphasise leadership, partnership, initiative and loyalty. We are creative and strive to build successful, sustainable and transformative businesses. We do not fear failure.

Humanity: We recognise our humanity and pursue our activities with passion while being generous and respectful to others at all times. We are committed to sharing our energy, spirit, ethics and values.

Perseverance: We do not stop until we deliver our best and meet every challenge. Always striving for improvement, we accept and learn from our mistakes.

Responsibility: We actively embrace responsible investment practices and behaviours as integral to everything we do. We view it as critical to create sustainable value, not only for today, but for future generations.

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Definitions

B-FLEXION

B-FLEXION Group Holdings SA together with any entity that, directly or indirectly: (i) controls; (ii) is controlled by; or (iii) is under common control with B-FLEXION Group Holdings SA, where "control" means the possession, directly or indirectly, of the power to direct or cause the direction of the management or policies of such entity, whether through the ownership of voting securities, by agreement or otherwise and **B-FLEXION entity** and **B-FLEXION group** shall be construed accordingly.

1. Policy

Introduction

This Responsible Investment Policy (“Policy”) provides an overview of B-FLEXION Fund Management (Jersey) Limited’s (“BFMJ”) commitment to responsible investment and stewardship, in line with B-FLEXION’s Vision and Core Values.

B-FLEXION requires all corporate functions and business areas to maintain adequate policies and procedures to govern the way that business area manages its responsibilities. A policy is a written expression of the values, behaviours and boundaries within which both employees and business areas are expected to adhere to.

Scope and Application

This Policy applies to BFMJ and its Investment Partnerships (as defined below).

Responsibility

Ultimate oversight and responsibility for this Policy sits with the BFMJ Board.

Procedure

This Policy informs the procedures that are ultimately deployed by each underlying Investment Partnership. Please see the Investment Partnership Policies (defined below) maintained by each Investment Partnership for additional details.

Monitoring and Review

This Policy will be reviewed and on at least an annual basis or on an ad-hoc as required.

Training and Communication

Staff will receive periodic, relevant training on how to implement and adhere to this Policy.

2. B-FLEXION Fund Management (Jersey) Ltd. Responsible Investment Policy

B-FLEXION Fund Management (Jersey) Ltd., (“BFMJ”, “Investment Manager”, and/or the “Firm”) is a Jersey regulated fund services business and subsidiary of B-FLEXION Group Holdings SA (“B-FLEXION”).

Kedge Capital Fund of Hedge Funds (“KCHF”), Kedge Capital Private Equity (“KCPE”) and Forestay Capital (“Forestay”) are investment trading names of BFMJ. KCHF, KCPE and Forestay are collectively referred to as “Investment Partnership(s)”.

BFMJ’s approach to responsible investment is provided pursuant to several related policies, materials, procedures and practices (“together referred to as “Pursuant Materials”), which may be referenced in this Policy in whole or part. Such Pursuant Materials are under the supervision of BFMJ and observed by the Investment Partnerships who each maintain their own policies detailing their approach to responsible investment (together, the “Investment Partnership Policies”).¹

BFMJ is committed to evaluating material² environmental, social and governance (“ESG”) factors as part of its investment process, strategies and decision-making, to the extent it is applicable and practical.³

BFMJ and the Investment Partnerships view the consideration of such ESG factors as important in their wider investment objectives to preserve and grow the value of assets and achieve absolute returns over the long term.

This Responsible Investment Policy (“Policy”) provides an overview of BFMJ and the Investment Partnerships commitment to responsible investment and stewardship, as well as the governance mechanisms that underpin its approach.

3. RESPONSIBLE INVESTMENT

BFMJ is the investment manager to three businesses, which each have a distinct investment strategy spanning different asset classes:

- KCHF – invests wholly in third party hedge funds (Fund of Funds)
- KCPE – invests in third party private equity funds and makes minority equity co-investments alongside the investment managers forming part of the portfolio (Fund of Funds and Private Equity)
- Forestay – makes minority equity investments primarily in early-stage European enterprise software companies (Venture Capital)

BFMJ and the Investment Partnerships recognise that the consideration of ESG factors may inform, enhance and enrich the investment process. Moreover, responsible investment is consistent with BFMJ’s fiduciary duty to act in the best interests of its investors.

¹ Please refer to the Investment Partnership Policies for specific details on each strategy’s approach to responsible investment, available on request.

² BFMJ utilises the International Sustainability Standard’s Board definition of materiality, which provides that “information is material if omitting, obscuring or misstating it could be reasonably expected to influence investor decisions”. See: <https://www.ifrs.org/issued-standards/ifrs-sustainability-standards-navigator/ifrs-s1-general-requirements/#standard>

³ ESG factors can be both risk or non-risk based, and such application will be determined by the respective entity as appropriate to its ESG integration strategy.

4. POLICY GOVERNANCE, OVERSIGHT AND MANAGEMENT

All internal policies, processes and procedures associated with responsible investment, including the Investment Partnership Policies, have been considered, reviewed and approved by BFMJ's Board.

Ultimate oversight and responsibility for this Policy sits with the BFMJ Board; however, BFMJ and the Investment Partnerships are responsible for ensuring the day-to-day implementation of responsible investment principles, policy constituents, the Pursuant Materials and the respective Investment Partnership Policies, as applicable.

Responsible Investing Review Group

To enhance responsible investment governance, BFMJ established the Responsible Investing Review Group ("RIRG") in 2022. The RIRG is an internal review forum comprising of employees of B-FLEXION and its Investment Partnerships. The general purpose of the RIRG is to:

- Review the responsible investment considerations that each Investment Partnership makes in relation to all new investments to ensure alignment with this Policy.
- Confirm to the sponsoring Investment Partnership that:
 - the proposed investment meets any pre-determined standards/is aligned with this Policy; or
 - the proposed investment does not meet the pre-determined standards/is not aligned with this Policy; or
 - further analysis should be performed such that a decision can be made.
- Report outcomes to the BFMJ Investment Board⁴ while sharing updates and best practices across the Investment Partnerships when practicable.

5. UN PRINCIPLES FOR RESPONSIBLE INVESTMENT ("PRI")

In alignment with its approach to responsible investment, BFMJ became a Signatory to the UN supported Principles for Responsible Investment ("PRI")⁵ in 2022. BFMJ and the Investment Partnerships are committed to satisfying all obligations as a Signatory to PRI, including participating in all required reporting obligations.

6. STEWARDSHIP

Stewardship is part of BFMJ's core values. BFMJ and the Investment Partnerships believe that effective stewardship practices can support the wider objective of maximising overall value to beneficiaries/clients.

BFMJ and the Investment Partnerships are therefore committed to exercising effective stewardship through relevant mechanisms, namely engagement with the investments represented within its portfolios where relevant and feasible.

⁴ Ultimate responsibility for any investment decision rests solely with the BFMJ Investment Board.

⁵ Further information on the PRI and its principles can be found [here](#).

7. DOCUMENTATION AND REPORTING

Forestay maintains the documentation described in this policy. Forestay provides reporting on responsible investment and ESG on an as-requested basis.

8. REVIEW AND UPDATE

This policy is subject to review and modification on at least an annual basis to reflect further enhancements, changes in the marketplace, investor demands, developments in regulation, standards, governance practices and public policy.