



POLICY

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Subject **ESG Policy**

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Purpose

Adopting an ESG Policy demonstrates DeA Capital S.p.A.'s commitment to creating value to benefit each class of stakeholder (both Internal and External Stakeholders), with the primary commitment involving building a solid ESG framework at group level (hereinafter, together with DeA Capital Real Estate SGR and DeA Capital Alternative Fund SGR also "**DeA**" or the "**Group**") with due regard for the managerial autonomy of each of the Group's SGRs (Società di gestione del risparmio – asset management company), as well as the communication and dissemination of treasury shares, through ESG annual reports and active ongoing dialogue with External Stakeholders.

The purpose of this ESG Policy is to affirm and demonstrate how the Group is integrating ESG factors into its respective business models and related activities, ensuring a responsible approach aimed at sustainable growth in long-term value creation.

References

United Nations Principles for Responsible Investments (PRI)
Investment policy guide – PRI
EU Taxonomy 2020
United Nations Sustainable Development Goals (UN SDGs)
Universal Declaration on Human Rights and fundamental principles and rights at work recognised by the International Labour Organization (ILO) on 10 December 1948
United Nations Global Compact, operational since July 2000
Code of Ethics and Control and Management Organisational Model in accordance with Legislative Decree No. 231 of 8 June 2001 and subsequent amendments and supplements ("Model 231/01") and its annexes
EU SFDR Regulation 2088/2019

Acronyms

IR	Investor Relations of DeA Capital S.p.A.
BOD	Board of Directors of DeA Capital S.p.A.

Definitions

COLLABORATORS	DeA Capital S.p.A. personnel with a working relationship, other than an employment relationship
EMPLOYEES	DeA Capital S.p.A. staff with an employment relationship, including managers
ESG	<i>Environmental, Social and Governance</i>
DEA OR GROUP	Refers to DeA Capital S.p.A. and companies owned directly by it, namely DeA Capital Real Estate SGR and DeA Capital Alternative Funds SGR
DEA AF	Refers to DeA Capital Alternative Funds SGR
DEA RE	Refers to DeA Capital Real Estate SGR
INTERNAL REGULATIONS	All documentation provided for by applicable regulations or regulations adopted voluntarily that govern the corporate structure of DeA Capital S.p.A., the flows, roles and responsibilities with regard to working processes
ACTION PLAN	Three-year document, approved annually, defining the Group's ESG objectives: activities, metrics (KPIs), responsibilities and deadlines (short/medium term)
PRI	United Nations Principles for Responsible Investment (PRI)
UN SDGs	United Nations Sustainable Development Goals
INTERNAL STAKEHOLDERS	Employees and collaborators of DeA Capital S.p.A., i.e. the persons for whom this Policy is intended

**EXTERNAL
STAKEHOLDERS**

Persons who are involved in the activities/processes of DeA Capital S.p.A. in various ways, including, but not limited to: shareholders, suppliers and consultants, brokers, regulators, associations etc.

Introduction

DeA is part of the De Agostini Group and is the leading European Alternative Asset Management platform in Italy, active in the following areas:

- Real Estate, through the wholly owned subsidiary DeA Capital Real Estate SGR (hereinafter "**DeA RE**");
- Credit (UTP, NPL) and Private Equity, through the wholly owned subsidiary DeA Capital Alternative Funds SGR (hereinafter "**DeA AF**");
- Multi-asset/Multi-Manager Investment Solutions, through the investee company Quaestio Capital Management SGR (hereinafter "**Quaestio**").

Today, the Group is the result of a process of development and verification of various investment strategies that integrate competence and stability, in a perspective of full alignment of interests with Internal and External Stakeholders. The multitude of investors reached, both in Italy and abroad, and the extent of tailored investment solutions, make DeA a point of reference for Alternative Asset Management.

The construction of an ESG framework by DeA Capital S.p.A. involves drafting new policies and coincides with formalising a path of sustainability started, at Group level, in 2019 by the subsidiaries DeA AF and DeA RE by adhering to the PRI as signatories. Since then, these subsidiaries have progressively and significantly increased their ESG commitment, with the aim of adapting to best practices within the Asset Managers industry.

The decision to extend the ESG strategy to the entire DeA platform, through integrating sustainability principles into the Group's business model, attests to the desire to adapt to industry best practices (both in Italy and in Europe), pursuant to European taxonomy (EU Regulation 2020/852 of the European Parliament and of the European Council of 18 June 2020 on the establishment of a framework to facilitate sustainable investment) and to align itself with the high standards achieved by its subsidiaries DeA AF and DeA RE.

DeA Capital S.p.A. is listed on the STAR segment of the Italian stock exchange and, as such, complies with the highest standards of **Corporate Governance** required by the market, aimed at preventing and controlling company risks, preventing crime, guaranteeing shareholders' rights, protecting investors and establishing appropriate remuneration policies for directors and top management.

On the **Social** front, DeA Capital S.p.A. has always had the goal of achieving a high degree of satisfaction for Internal Stakeholders, particularly for its Employees and Collaborators, through actions that include and protect the entire community, and for External Stakeholders.

In the **Environmental** field, DeA Capital S.p.A. recognises the threat of climate change and the potential risks for both its Internal Stakeholders and its External Stakeholders. The Group is therefore committed to ensuring that its managers are always aware of these risks in the investment selection process, in line with the main national and international environmental regulations.

The high consideration of environmental, social and governance aspects (hereinafter also referred to as "**ESG factors**"), and their transposition into daily business practices, has therefore become a key driver in all future decisions and strategies of the Group in order to create sustainable value in the medium-to-long term.

1. Vision and objectives

Through integrating ESG factors into its activities and adopting a correct approach to "sustainable" business, DeA Capital S.p.A. aims to exceed expectations of mere regulatory compliance and instead acquire, at the shareholder and top management level, a deep awareness of the non-financial factors that could adversely affect the business model, of the underlying risks and of the opportunities to maximise long-term financial return.

DeA Capital S.p.A. wishes to highlight its commitment to:

- Promoting the integration of ESG issues into the various companies of the Group and into decision-making processes aimed at identifying investment strategies pursuant to the specific prerogatives of the Group's individual companies;
- Committing to directly and indirectly achieving targets on environmental impact;
- Requiring adequate information on ESG factors from key suppliers;
- Promoting the acceptance and implementation of sustainable business to all of its Internal and External Stakeholders;
- Communicating to the market any activities and progress made in implementing sustainable business.

Through this ESG Policy, without prejudice to the managerial autonomy of each SGR, DeA Capital S.p.A also aims to reflect the pursuit of ESG objectives in the remuneration policies of the Group's companies.

Through integrating and implementing ESG factors within Group governance, DeA Capital S.p.A. aims to increase value creation for its Internal and External Stakeholders through:

- Generating and evaluating new business opportunities to attract investors and customers interested in the proactive management of ESG issues and opportunities;
- Optimising all tangible and intangible human and financial resources by limiting exposure to potential liabilities;
- Reducing economic, financial and reputational risks, through in-depth knowledge of all major non-financial metrics.

2. Scope

DeA Capital S.p.A. undertakes to integrate ESG criteria into all of its activities and promote the integration of said criteria into each Group company. These criteria are also to be implemented through designing products and investment solutions classed as sustainable. In this regard, its subsidiaries have already built an ad-hoc ESG framework with the purpose of equipping each product or future strategy with sound sustainability criteria within the PRI, the Global Compact and the other certifications to which they have already committed or will commit in the future.

In light of the above, DeA Capital S.p.A. has decided to integrate ESG issues into its business model both in order to raise awareness of their importance in creating value for stakeholders in the long term and to ensure consistency with all of the Group's activities and strategies regarding sustainability, with the objective of representing them as a coherent and linear unique example.

DeA Capital S.p.A. therefore focuses its actions in the following two directions:

- Monitoring and complying with regulatory developments and best practices; and
- Integrating with the reporting strategies, actions and methods of the subsidiaries.

In particular, with the awareness of a history that, at Group level, has always integrated the performance and importance of ESG, the scope of this ESG Policy concerns:

- Directly, the parent company DeA Capital S.p.A., its business functions and its specific activities; and,
- Indirectly, through the flow of interaction between the ESG Committee and ESG Managers, each Group company and their current and future strategies through the integration of a single ESG framework shared with the duly appointed corporate bodies of the Group companies.

3. Governance

ESG governance requires clear assignment of responsibility throughout the Group organisation.

Within the parent company DeA Capital S.p.A., responsibility for implementing and disseminating ESG principles is assigned to the following persons:

- **ESG Committee**

Appointed by the Board of Directors, the ESG Committee ("Committee") may be composed of professionals internal or external to the Group, as assessed by the BOD. Other business functions, which may be identified from time to time, may also be involved in the work of the Committee. The work of the Committee may be supported by consultants with proven experience in ESG matters.

The Committee identifies the general lines of the Group's ESG policies and strategies ("ESG Guidelines") and submits them to the Group's entities through the appointed ESG Managers. The Committee therefore collects feedback from ESG Managers on the ways in which ESG Guidelines are established within the Group companies according to the criteria identified by said individuals, providing regular information to the BOD.

The ESG Committee supports the BOD:

- (i) In defining the degree of relevance of ESG factors that may have an impact on ordinary activities;
- (ii) In identifying and defining medium-term ESG targets and priorities, by defining an action plan (the "ESG Action Plan") that will establish the ESG objectives: activities, metrics (KPIs), responsibilities and deadlines (in the short-to-medium term).

It will also be responsible for:

- (i) Monitoring the effective implementation of and compliance with the ESG Policy, as well as monitoring the progress of the ESG Action Plan;
- (ii) Identifying and collecting information and reporting flows between the Group ESG Manager and the ESG Team, identifying, from time to time, the aspects necessary for implementing the ESG Guidelines.

The Committee will provide the BOD with an annual report on the activities conducted throughout the previous year.

- **Group ESG Manager**

Supports the ESG Committee and is responsible for ensuring, supervising and improving the implementation of ESG policies, collecting reports and information provided by ESG Managers of individual Group companies. The Group ESG Manager is a member of the ESG Committee.

The activities of the Group ESG Manager include:

- Collecting information and reporting flows from ESG Managers of Group companies;
- Engaging with ESG rating companies;
- Coordinating and supporting the Group IR unit on engagement matters with ESG investors and bondholders;
- Linking information with other Group business functions involved in implementing ESG activities;
- Promoting all activities necessary for implementing the ESG Action Plan.

- **ESG Team**

Composed of the ESG Managers of all the Group companies.

The purpose of the ESG Team is to collaborate with the Group ESG Manager in order to implement the ESG Guidelines and evaluate and analyse operational issues in the field of sustainability pursuant to the prerogatives of each Group company.

The ESG Team meets at least on a quarterly basis and other Group employees identified for specific topics may also occasionally form part of the ESG Team.

In view of the complexity and ongoing developments of the market context, the parent company DeA Capital S.p.A., while safeguarding the autonomy of each Group company with regard to sustainability, will supervise the activities implemented with regard to ESG also at the Group level, communicating relevant updates to all stakeholders as part of a continuous improvement process for ESG practices.

In order to achieve the dual objective of achieving high ESG standards and strategically aligning all Group companies, ESG governance ensures that ESG activity can also be supported and integrated by managers belonging to the various Group companies as well as by external consultants.

4. Approval, implementation and review of ESG Policy

The ESG Policy is approved by the BOD, which will periodically communicate – supported by the ESG Committee – the results achieved in applying this ESG Policy, and will also disclose any ESG reports through the company's website.

The Group ESG Manager will inform DeA's ESG Committee of the application status of this ESG Policy at least on a quarterly basis, making any proposals for its improvement/revision, which will be submitted to the BOD for approval depending on the evolution of its surrounding context, the systematic monitoring of the activities carried out and the best practices of its reference market.

DeA Capital S.p.A. is committed to supporting the process of improving and disseminating the principles included in this ESG Policy through:

- Participating in events and activities promoting the integration of ESG factors in industrial choices;
- Researching and improving practices in this area (including through external consultants);
- Promoting an internal culture through continuous training and involving its staff.

It should be noted that the ESG Policy of the parent company DeA Capital S.p.A. will be implemented through a continuous exchange of information flows between the various Group companies, so as to achieve best practices for each company in its own context and to implement a shared and effective sustainability policy.