Mindful Capital Partners

Mindful Capital Partners S.A.

Registered office: 10, rue Antoine Jans, L-1820 Luxembourg
R.C.S. Luxembourg: B.233903

ESG Policy

Last update: 16 September, 2026

The document represents an extract of the ESG Policy of Mindful Capital Partners S.A., fully available upon request sent to corporate@mcpinvest.com.

Table of Contents

1 Introduction to MCP Group 3
2 MCP approach to ESG 3
2.1 Reference ESG framework 3
2.2 MCP commitment towards ESG Factors 3
3 Procedures 5
3.1 Investment exclusions 5
3.2 Pre-Investment Due Diligence 6
3.3 Post-acquisition engagement and monitoring process 7
3.4 Exit 8
3.5 Reporting to investors 8
4 Roles and responsibilities 9
4.1 ESG Officer 9
4.2 Board 9
4.3 Executive Committee 9
4.4 ESG Committee 9
4.5 ESG Champions 9
4.6 Investment Team 10
4.7 Compliance function 10
5 Review of implementation and maintenance of the Policy 10
Annex: Funds Classification pursuant to SFDR 11

Mindful Capital Partners S.A.
10, rue Antoine Jans, L.1820 Luxembourg
R.C.S. Luxembourg B233903
V.A.T. Number: LU31267114
corporate@mcpinvest.com – www.mcpinvest.com

1 Introduction to MCP Group

Mindful Capital Partners S.A. ("**MCP**"), headquartered in Luxembourg with an Italian branch in Milan (Italy), is an **independent Private Equity** and **Venture Capital platform**, active since 2007, investing in small and medium-sized companies that could benefit from enhanced growth strategies in international markets.

2 MCP approach to ESG

2.1 Reference ESG framework

MCP's ultimate purpose is to build more sustainable portfolio companies, generating lasting value and competitive returns for its investors. MCP considers responsible ownership and business success to be intertwined: a responsible approach towards portfolio companies, their employees, suppliers, local communities, the environment and society is a condition for long-term success. Accordingly, MCP integrates the consideration of ESG Factors into all stages of its investment lifecycle.

As part of MCP's response to the challenges of monitoring and reporting on ESG Factors more broadly, MCP became a signatory of the **UN-PRI** in December 2015, recognising the centrality of the six principles for responsible investment[1].
Moreover, since November 2022, MCP has adhered to the ten principles of the **UN-Global Compact** and included them within its strategy, culture and day-to-day operations[2]. MCP participates in ESG events and organizations, aiming to remain at the forefront of emerging issues such as climate risk.

Within this framework, MCP particularly commits to:

- act with integrity and comply with both the letter and the spirit of the law, wherever it applies;
- apply a zero-tolerance approach to bribery and corruption in all of its dealings;
- recognise both the potential impact of businesses on the environment, workers, communities and society, and the potential impact of climate change on the companies in which MCP Funds are invested;
- engage with the key trade associations representing the interests of the industry, and with policy makers, promoting positive dialogue and collaboration consistently with the PRI principles.

Furthermore, MCP has adopted a "Conflict of Interest Policy", to cover all activities carried out by or on behalf of MCP (including ESG activities). This policy provides the minimum standards for dealing with actual and potential conflicts of interest.

MCP applies its ESG Policy to all its asset classes (Private Equity and Venture Capital).

2.2 MCP commitment towards ESG Factors

MCP seeks to adopt **ESG best practices** both internally and at Portfolio Company level. Its main commitments in each area are as follows:

Environment

- Act responsibly with respect to the environment, aiming for a sustainable approach to the use of resources (energy and materials), avoiding irresponsible disposal of

[1] https://www.unpri.org/about-us/what-are-the-principles-for-responsible-investment
[2] https://www.unglobalcompact.org/what-is-gc/mission/principles

Mindful Capital Partners S.A.
10, rue Antoine Jans, L.1820 Luxembourg
R.C.S. Luxembourg B233903
V.A.T. Number: LU31267114
corporate@mcpinvest.com – www.mcpinvest.com

hazardous products and unnecessary waste.
- Improve the understanding of climate risks and incorporate climate resilience into the corporate strategy.

Society

- Foster a culture of diversity and inclusion, cultivating teams with a range of backgrounds, perspectives and experiences, in the belief that this supports better decision-making.
- Support employee development and retention, and promote equal opportunity irrespective of gender, race, disability or other personal characteristics.
- Ensure that human rights are respected and that there is no child or forced labour
- Protect health and safety in the workplace.

Governance

- Ensure that the internal management structures and policies reflect the need for transparency, accountability, equality and probity in the management of business
- Maintain effective policies and procedures on anti-bribery and corruption, conflicts of interest, data protection and whistleblowing, and review them periodically.

Mindful Capital Partners
Mindful Capital Partners S.A.
10, rue Antoine Jans, L.1820 Luxembourg
R.C.S. Luxembourg B233903
V.A.T. Number: LU31267114
corporate@mcpinvest.com – www.mcpinvest.com

3 Procedures

In line with its vision and commitment, MCP undertakes to:

- verify compliance with the ESG exclusion criteria set out in the ESG Policy;
- integrate sustainability factors and risks (including climate and environmental risks);
- monitor compliance with the ESG exclusion criteria on an ongoing basis;
- engage in constructive dialogue to guide the Portfolio Companies in integrating and improving sustainability factors, and support the drafting and implementation of ESG action plans;
- formalise the outcomes of the activities referred to above in internal reporting documents shared with the Board of Directors and with the relevant corporate functions, as applicable;
- assess, where deemed material, divestment in the event of non-compliance with the exclusion criteria and/or where the actions taken to mitigate sustainability risks have not produced satisfactory results.

The Funds managed by MCP have substantially different characteristics, which have been taken into account in defining the most appropriate ESG approach, to ensure the effective implementation of the principles and objectives of the ESG Policy. The key elements describing the structural differences in the role of the AIFM across the various strategies are described below.

Private Equity (PE). MCP is generally the majority shareholder and is therefore able to play an active role effectively, engaging proactively with the management of the company. Target companies are typically mature businesses with solid margins, strong cash generation and where MCP can play an active role and thereby contribute significantly to strengthening ESG governance, mitigating sustainability risks, promoting environmental and social characteristics and improving the overall ESG profile of portfolio companies.

Venture Capital (VC): MCP is generally a minority shareholder, and the scope for an active role is limited. Target companies are generally start-ups, often at post-seed or Series A stage. Such companies typically have small organisational structures and lack established processes or available data.

Given the different nature of these products, which is reflected in MCP's different position as a shareholder, the principles set out above are implemented in a differentiated manner, consistent with the specific features of each AIF.

3.1 Investment exclusions

MCP has formalised an investment exclusion list, which operates as a gating element in the investment process. It covers sectors that are fundamentally misaligned with MCP's values, or where MCP would have limited ability to influence a change in the business model. MCP undertakes not to invest in companies primarily operating in the following sectors:

1. Trade and productions of weapons, armaments materials[3] and controversial weapons (such as biological weapons, chemical weapons, nuclear weapons,

[3] It being understood, however, MCP could eventually consider investments in activities related to defence and armaments materials (not controversial weapons) if such activities are part of, or otherwise incidental to, policies of the European Union.

Mindful Capital Partners

Mindful Capital Partners S.A.
10, rue Antoine Jans, L.1820 Luxembourg
R.C.S. Luxembourg B233903
V.A.T. Number: LU31267114
corporate@mcpinvest.com – www.mcpinvest.com

anti-personnel mines, cluster munitions and submunitions) as defined by Law 185/90[4] and Law 220/2021[5].

2. Gambling and betting, or the production and marketing of products related to this sector.
3. Production and marketing of pornographic materials.
4. Production and trading of products containing tobacco, marijuana, cocaine, other similar drugs unless they are to be used for therapeutic purposes.
5. Production or marketing of electronic solutions or programs that are specifically contrived to illegally enable: (a) access to electronic networks, and/or (b) downloading of data in electronic format.
6. Research, development, cultivation, or commercialisation of Genetically Modified Organisms (GMOs).
7. Companies involved in the exploration, extraction, processing, storage, refining, transportation, or distribution of fossil fuels, including coal, oil, and natural gas.
8. Production or marketing of products and services that are not in compliance with the applicable laws, regulations, standards and codes related to human rights, labour practices, environmental protection, anti-corruption and bribery, data privacy and cyber security.
9. Banks, financial intermediaries, investment firms, insurance companies and other entities operating in these sectors vis-à-vis the public and subject to supervision by independent authorities with supervisory functions over the banking, financial, or insurance sector.
10. Investments in companies whose activities involve animal testing for non-therapeutic purposes.
11. Businesses involved in any form of modern slavery, including forced labour, debt bondage, child labour, servitude, human trafficking, and other forms of exploitation.
12. Businesses that violate the Principles for Responsible Investment (UN PRI), the Ten Principles of the UN Global Compact, or other widely recognised international norms on human rights, labour, the environment, and anti-corruption, such as the Organisations or Economic Cooperation and Development (OECD) Guidelines for Multinational Enterprises.

This exclusion list applies to all funds managed by MCP. Additional fund-specific restrictions may apply as set out in the relevant AIF's Regulation.

3.2 Pre-Investment Due Diligence

For primary investments MCP applies, across all funds managed, a pre-due diligence and due diligence process that explicitly incorporates the assessment of any material Sustainability Risks, and opportunities and seeks assurance that the target company is compliant with the relevant regulatory framework in the applicable jurisdictions, such as health and safety, labour, and energy usage.

[4] On July 29, 1990, the Regulations for the control of the export, import, and transit of armament materials (Law. No. 185 of 9 July 1990) come into force. It regulates the export, import and transit of armaments materials in Italy, establishing controls and procedures for authorizing transactions involving military goods to ensure compliance with national and international security standards.

[5] On December 23, 2021, the Italian parliament passed new legislation aimed at countering the financing of companies involved in anti-personnel mines and cluster munitions (Law No. 220 of 9 December 2021).

Mindful Capital Partners

Mindful Capital Partners S.A.
10, rue Antoine Jans, L.1820 Luxembourg
R.C.S. Luxembourg B233903
V.A.T. Number: LU31267114
corporate@mcpinvest.com – www.mcpinvest.com

MCP adopts a materiality-based approach, tailored to the sector and geography of each target company: ESG Material Factors differ across industries and jurisdictions — from data privacy and cyber security to carbon footprint — as do the applicable regulatory requirements.

These analyses are conducted using methodologies appropriate to the nature of the AIF managed across the different asset classes as described below.

Private Equity

The ESG due diligence is carried out by specialised external advisers, together with an analysis of Sustainability Risks and, pursuant to Article 8 of the SFDR, an assessment of alignment with the environmental and social characteristics promoted by the AIF.

The outcomes of the ESG Due Diligence, made available before the signing / closing date, consist of a list of observations and consequential recommendations on the priority ESG corrective and improvement actions that should be implemented or planned by the target company. These outcomes provide an insight into the ESG performance of the company and are included in the Investment Report, which is first analysed by the ESG Committee and then submitted to the ExCom and the Advisory Committee to inform their decision-making process.

In this phase the Board, following consultation with the Advisory Committee, the Executive Committee and the ESG Committee, considers whether the identified Sustainability Risk(s) are excessive (i.e., no mitigating factors are identifiable) and thus rejects the investment opportunity on those grounds, or determines that any Sustainability Risk(s) identified need to be addressed before the ownership phase.
In this case, further obligations or warranties from the vendor may be sought, e.g., in the purchase documents or as on-going obligations.

Venture Capital

Sustainability Risks are assessed by the Investment Team or, where necessary, by external specialised consultants. The assessment is adapted to early-stage contexts and relies primarily on a forward-looking analysis of sector- and business-related factors, alongside company-specific elements. Additional procedures may be applied, such as dedicated questionnaires to be completed by the companies under review.

3.3 Post-acquisition engagement and monitoring process

Once an investment is completed, MCP engages proactively with Portfolio Companies on ESG matters. MCP places particular emphasis on the early integration of ESG management into the post-investment phase, so that material ESG matters are properly prioritised through an ESG Materiality Analysis and incorporated into performance monitoring systems. MCP seeks to ensure that the Board of Directors of each Portfolio Company takes responsibility and accountability for material ESG topics.

Across all strategies, the monitoring framework comprises the following elements:

- **Allocation of responsibility.** Responsibility for ESG monitoring and reporting is allocated within the Portfolio Company, either to an individual ESG referent or to a team, proportionately to its size and complexity.
- **Periodic data collection.** Portfolio Companies periodically complete an internal reporting tool covering qualitative and quantitative sustainability indicators, and confirm or identify additional Sustainability Risks and opportunities. Indicators include those required by applicable regulation and those requested by MCP, including data required for the calculation of Principal Adverse Impacts and for the environmental and social characteristics promoted by each AIF.

Mindful Capital Partners
Mindful Capital Partners S.A.
10, rue Antoine Jans, L.1820 Luxembourg
R.C.S. Luxembourg B233903
V.A.T. Number: LU31267114
corporate@mcpinvest.com – www.mcpinvest.com

- **Engagement.** MCP maintains regular dialogue with Portfolio Companies through Board meetings and dedicated sessions between the Investment Team, the ESG Officer and Portfolio Company management. Reported indicators and progress against agreed action plans are reviewed in these discussions.
- **Action plan follow-up.** The ESG Officer monitors implementation of the priority corrective and improvement actions identified during pre-investment ESG Due Diligence. Where these are substantially completed, MCP — with the support of its external ESG advisors — agrees a subsequent phase of improvement actions, formalised in a structured ESG Action Plan. Where they are not met, MCP works with the Portfolio Company to identify the root cause and define a corrective action plan.

The post-acquisition ESG engagement is applied proportionately, with its depth and complexity reflecting the nature of the asset class.

Private Equity. Where MCP holds a controlling position, it plays an active role in the ESG management of the Portfolio Company, exercising its governance rights to embed ESG considerations into the company's strategy and decision-making. Engagement is correspondingly more intensive. MCP assesses the Portfolio Company's existing ESG policies, practices and reporting at the outset of the holding period and evaluates the effectiveness of their implementation: where ESG frameworks are already in place, the Portfolio Company is asked to review them against MCP's guidelines and adapt them as necessary; where they are not, MCP expects the Board to adopt a suitable ESG policy within the holding period. Through its representation on the Board, MCP ensures that material ESG topics are addressed at Board level and that delays or shortfalls in the ESG Action Plan are escalated where necessary. MCP further expects each executive board member to be familiar with MCP's ESG approach, and the Portfolio Company to prepare an annual ESG Report covering its ESG performance, policies and initiatives, its ESG risks and opportunities, and the progress made in addressing them.

Venture Capital. Where MCP holds minority positions, engagement is calibrated accordingly and focuses on building ESG awareness within Portfolio Company teams, identifying the most material ESG dimensions and detecting emerging risk factors at an early stage. MCP promotes the progressive adoption of ESG practices proportionate to each company's stage of development, with the objective of improving its overall ESG profile in line with the environmental and social characteristics promoted by the relevant AIF.

3.4 Exit

Upon exit from the investment, MCP presents the ESG achievements obtained during the holding period to its investors and may decide to emphasize them in an ESG Vendor Due Diligence exercise for the prospective buyers.

3.5 Reporting to investors

MCP regularly informs its investors of updates to its ESG framework and of the results of its monitoring and engagement activities with Portfolio Companies. Disclosure takes the following forms:

- **Quarterly Investors' Report.** Where material ESG developments have arisen in the period, they are reported in the unaudited quarterly report of the relevant AIF.
- **Annual Investor Day.** The annual event held to present portfolio performance to investors includes an update on ESG Factors.
- **Public disclosure**. MCP publishes on its website the disclosures required under the SFDR.

Mindful Capital Partners
Mindful Capital Partners S.A.
10, rue Antoine Jans, L.1820 Luxembourg
R.C.S. Luxembourg B233903
V.A.T. Number: LU31267114
corporate@mcpinvest.com – www.mcpinvest.com

- **Annual ESG Report.** MCP publishes an annual ESG Report covering its Private Equity funds. For the other strategies, ESG monitoring and engagement outcomes are reported to investors annually at Fund level, in a form reflecting the characteristics of the strategy.
- **ESG Incidents.** Serious ESG Incidents are disclosed promptly to the investors of the Fund concerned.

4 Roles and responsibilities

The integration of ESG within MCP's strategy and investment process is overseen by various functions, as described below.

4.1 ESG Officer

The ESG Officer is responsible for implementing and reviewing the Policy, reporting to the ExCom, developing the annual ESG Report.

The ESG Officer oversees pre-investment ESG Due Diligence and presents the results to the Investment Team, conducts post-investment engagement with the Portfolio Companies, and collects ESG indicators during the holding period.
The ESG Officer regularly engages with Portfolio Companies, supporting them in enhancing their sustainability performance during the holding period. This involves monitoring ESG performance and implementing any necessary ESG action plans. Long-term ESG action plans are agreed upon by the management team and the minority shareholders of each Portfolio Company.
Furthermore, the ESG Officer is responsible, along with the Portfolio Manager, for engaging with trade associations.

4.2 Board

The Board is responsible for: i) defining the AIFM's approach to ESG Factors and programs and ensuring there are appropriate governance, risk management, and reporting systems in place; ii) approving the Policy and ensuring that it is properly maintained; iii) overseeing the implementation of the Policy.

4.3 Executive Committee

The ExCom is responsible for reviewing and approving the Policy before the submission to the Board.

4.4 ESG Committee

The ESG Committee is made up of the ESG Officer, Risk & Compliance Officer and members of the Investment Team appointed by the Board of Directors for a two-year term, which convenes ad-hoc upon the Portfolio Manager's request and when there is a need to address an ESG matter, such as assessing the acceptability of an investment or considering the implementation of a procedure at the Fund-level. The ESG Committee also convenes if a conflict of interest occurs related to responsible investment.

4.5 ESG Champions

An ESG Champion is designated within each Investment Team. The ESG Champions support the ESG Officer in integrating ESG principles into the AIFM's investment strategy and operations, raising awareness of sustainability and responsible investment among internal teams and portfolio companies, and contributing to the dissemination of a

MCP Mindful Capital Partners
Mindful Capital Partners S.A.
10, rue Antoine Jans, L.1820 Luxembourg
R.C.S. Luxembourg B233903
V.A.T. Number: LU31267114
corporate@mcpinvest.com – www.mcpinvest.com

sustainability culture within and beyond the organisation.

4.6 Investment Team

The Investment Team supports the ESG Officer in his/her activities, such as post-investment engagement with the Portfolio Companies and collection of ESG indicators.

4.7 Compliance function

The Risk and Compliance Officer is responsible for verifying that the ESG framework implemented is in compliance with the relevant Laws and Regulations. In his function of oversight of the Conflict of Interest Policy verifies that this one is consistent with the Policy.

5 Review of implementation and maintenance of the Policy

MCP regularly monitors the effectiveness of this Policy and the implemented arrangements for compliance, aiming to detect and, if necessary, rectify any shortcomings.

The ongoing monitoring of implementation of this Policy is responsibility of the ESG Officer.

If any updates or reviews of the Policy are deemed necessary, the ESG Officer will review the Policy with inputs from Compliance, as necessary. After the Executive Committee reviews and approves any amendments, they will be submitted to the Board.

This Policy is also reviewed by the Compliance Function at least annually to ensure it remains robust and fit for its purpose, and/or to reflect any updates to applicable requirements.

MCP ensures that adequate records are maintained in relation to this Policy and that these records are stored for five (5) years after they become outdated.

Annex: Funds Classification pursuant to SFDR

MCP's ESG Policy applies to all asset classes under management, currently Private Equity and Venture Capital, each with a dedicated Investment Team.

The AIFs are classified under SFDR as set out in the table below, with process and disclosure obligations calibrated to each classification.

Asset class	AIF managed	Article 6 "Basic Fund"	Article 8 "Light Green Fund"	Article 9 "Dark Green Fund"
Private equity	Mindful Capital Partners II SCA SICAR (MCP-II)	✓		
	Mindful Capital Partners III SCA SICAF RAIF (MCP-III)		✓	
	Mindful Capital Partners IV SCA SICAV RAIF (MCP-IV)		✓	
Venture Capital	LEV-I (Levante Capital SICAF S.P.A (LEV-I)	✓		
	LEV-II (Levante Capital II, RAIF SCSp (LEV-II)		✓	

Private Equity

The environmental and social characteristics promoted by MCP-III and MCP-IV, in line with their classification under Article 8 SFDR, are set out below.

Pillar	Topic
E	**Decarbonization and energy efficiency** Raise awareness among the portfolio companies, supporting them in monitoring their greenhouse gas emissions and in adopting carbon reduction initiatives. Promote the use of renewable energy sources and encourage the adoption of energy efficiency measures.
E/S	**Improving product sustainability** Encourage the incorporation of ESG considerations in products development and design (for ex.: supporting R&D investments for sustainable materials / products / services, improving the waste management measures and/or water management practices).

Mindful Capital Partners

Mindful Capital Partners S.A.
10, rue Antoine Jans, L.1820 Luxembourg
R.C.S. Luxembourg B233903
V.A.T. Number: LU31267114
corporate@mcpinvest.com – www.mcpinvest.com

	Responsible sourcing Support the inclusion, at portfolio company level, of ESG criteria in the supplier selection and monitoring.
S 	**Employee safety, engagement and well-being** Ensure safe working conditions for all workers. Promote voluntary training and welfare initiatives amongst the employees of the portfolio companies to enhance their personal growth, engagement and retention.
S 	**Diversity & Inclusion** Promote practices based on inclusion and diversity factors and ensure equal opportunities to all employees and candidates.

Venture Capital

The environmental and social characteristics promoted by LEV-II, in line with its classification under Article 8 SFDR, are set out below.

Pillar	Topic
E 	**Decarbonization and energy efficiency** Raise awareness among the portfolio companies, supporting them in monitoring their greenhouse gas emissions and in adopting carbon reduction initiatives. Promote the use of renewable energy sources and encourage the adoption of energy efficiency measures.
S 	**Employee safety, engagement and well-being** Ensure safe working conditions for all workers. Promote voluntary training and welfare initiatives amongst the employees of the portfolio companies to enhance their personal growth, engagement and retention.
E/S 	**Improving industrial processes innovation and sustainability** Support portfolio companies in developing innovative technologies and sustainable practices to enhance operational efficiency, reduce environmental impact and foster long-term industrial competitiveness .

Mindful Capital Partners

Mindful Capital Partners S.A.
10, rue Antoine Jans, L.1820 Luxembourg
R.C.S. Luxembourg B233903
V.A.T. Number: LU31267114
corporate@mcpinvest.com – www.mcpinvest.com

Mindful Capital Partners S.A.
10, rue Antoine Jans, L.1820 Luxembourg
R.C.S. Luxembourg B233903
V.A.T. Number: LU31267114
corporate@mcpinvest.com – www.mcpinvest.com