



SEMPERIAN

ENVIRONMENTAL, SOCIAL AND GOVERNANCE POLICY

GRP/POL/019 | FEBRUARY 2024



University College London Hospital

CONTENTS

3 ABOUT SEMPERIAN PPP INVESTMENT PARTNERS

3 Purpose of the Policy

4 ESG Objectives

5 Scope & Materiality

6 ESG POLICIES

6 Semperian's Commitment

6 Environmental Policy

7 Social Policy

7 Governance Policy

8 GOVERNANCE

9 SPV Board

9 Group Divisions

9 ESG Steering Group

9 ESG Champions group



ABOUT SEMPERIAN PPP INVESTMENT PARTNERS

Semperian PPP Investment Partners (Semperian) is an integrated investment and asset management group that offers investors access to social infrastructure investment, providing growth opportunities through its subsidiaries Semperian Capital Management Ltd (“SCM”) and capital protection via the services of its Semperian Infrastructure Group (“SIG”) sister companies, which provides asset management and professional services to Semperian and the wider Private Finance Initiative (PFI) peer group. The combination of investment and asset management services ensure each asset in the portfolio is performing to its contractual requirements and producing high-quality, real-time information to all the stakeholders.



PURPOSE OF THE POLICY

This Policy sets out the commitments made by Semperian and its approach to addressing and incorporating material environmental, social, and governance (ESG) topics into its strategic direction. The document has been structured in a way to ensure that it can evolve over time as Semperian's approach to ESG matures.

This Policy has been approved by Semperian's Executive Committee and is governed by a designated ESG Steering Group who is accountable for the implementation of initiatives and for reporting performance against relevant metrics and KPIs.



ESG OBJECTIVES

ESG factors can have a material impact on Semperian's ability to deliver on its objectives. ESG is therefore identified as an important long-term factor that should be proactively managed as a business priority. The following goals aim to be addressed by the ESG Policy.

- 01 Minimise Environmental Impact** - Acting to prevent the worst impacts of climate change is one of the biggest challenges facing society. This, coupled with the long-term nature of Semperian's investments, and the nature of social infrastructure, means that this is a crucial objective for Semperian.
- 02 Maximising the wellbeing and development of staff** - Staff are key stakeholders in Semperian's business, and their wellbeing, and professional development is vital to ensure the long-term success of the business.
- 03 Having a positive impact on society** - Semperian's assets are critical infrastructure for communities across the countries in which Semperian operates and play a crucial role in improving peoples lives.
- 04 Strong governance to enhance and protect Semperian's reputation as a responsible business** - Semperian believes that in order to hit the above objectives, the highest standards of corporate governance and disclosure should be put in place.

Minimise
environmental
impact

Wellbeing and
development
of staff

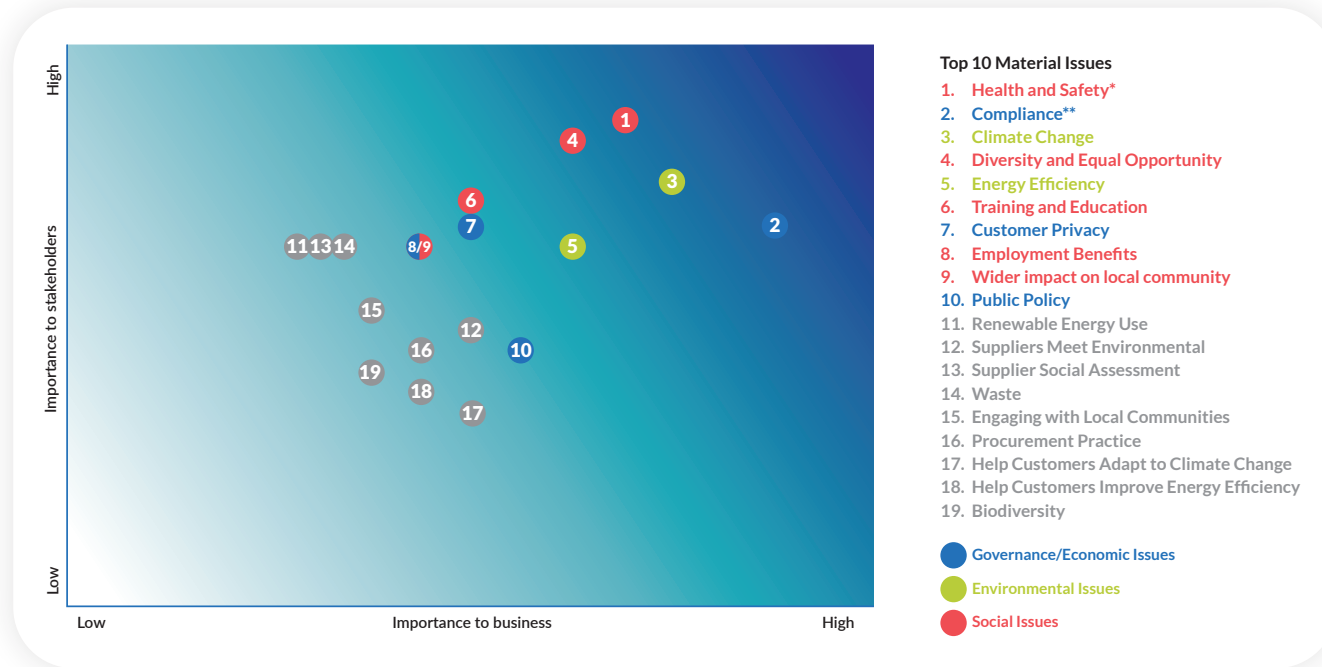
Have a positive
impact on
society

Enhance and
protect Semperian's
reputation



SCOPE & MATERIALITY

Semperian undertook a materiality review to identify the material ESG factors for Semperian, on which this Policy and the commitments it includes have been built. Semperian recognises that engagement and support from stakeholders is crucial to the successful implementation of this Policy. The materiality review involved engagement with a number of key stakeholders and focused on in-depth assessments and discussions. The topics cover “importance to business” and “importance to stakeholders”. The results of the review are depicted in the chart below.



Semperian’s key Stakeholder are identified as:

Investors // Public sector clients // Employees // Suppliers // Users of facilities

To ensure that ESG is correctly applied to Semperian’s strategy, a materiality review is completed every 3 years. This materiality review has been performed in 2023 with no changes noted to the existing materiality matrix.

TOP 10 MATERIALITY TOPICS

ENVIRONMENTAL

- Climate Change
- Energy Efficiency

SOCIAL

- Health & Safety
- Diversity and Equal Opportunities
- Training and Education
- Employment Benefits
- Wider Impact on Local Community

GOVERNANCE

- Compliance
- Customer Privacy
- Public Policy

SEMPERIAN'S COMMITMENT

Semperian is committed to growing, developing, and maturing its approach to ESG and will continue to iterate in 3-year cycles in line with business planning, regulatory changes, and a deeper understanding of the wider environmental and societal benefits that a rigorous approach to embedding ESG will bring to stakeholders.

The Executive team commits wholeheartedly to ensuring that through the policies, KPIs, processes, training and reporting regimes, Semperian is implementing and enforcing effective systems and controls to adhere to the principles detailed in this ESG Policy. This ensures the benefit can be realised for Semperian's Investors, employees, wider stakeholders, the public, and all interested and affected parties.



ENVIRONMENTAL POLICY

Climate Change and Energy Efficiency are material topics that Semperian is targeting as key business objectives. Semperian understands its role in minimising environmental impacts and protecting the environment. Semperian strives for best practice in how environmental issues and impacts are approached, not just in assets under direct control, but in the assets and communities Semperian has a stake in.

Semperian is committed to:

- Reducing its overall 'Carbon Footprint' in respect of activities over which Semperian has significant influence or control, particularly through lifecycle management where possible.
- Where appropriate, utilising sustainable procurement for utilities and consumables.
- Engaging, where appropriate and possible, with clients to reduce energy consumption and increase operational efficiency.
- Complying with all relevant environmental legislation, and other requirements to which Semperian subscribes, related to its energy use and carbon emissions.
- Setting and iterating energy and carbon-related KPIs in line with climate science and best practice.
- Focusing, where appropriate, on the reduction of business travel.
- Assessing and monitoring climate risks to the business and updating the risk register for these risks in line with existing risk register processes.
- Considering environmental impact in all variation and lifecycle works as part of the Variation Quality Committee processes.
- Identifying key reporting requirements and adhering to these where practicable.
- Maintaining an internal ESG register which monitors environmental initiatives and actions across the Group and facilitates cross-pollination of ideas.
- Collecting carbon emissions data for all portfolio projects in addition to all Group emissions as part of annual statutory reporting and using this data to set specific, achievable emissions reduction targets.



SOCIAL POLICY

Health & Safety, Diversity and Equal Opportunities, Training and Education, Employee Benefits, and Wider Impact on Local Community are all material topics that Semperian is committed to focus on. Semperian understands its role and the importance of creating an environment that places people at the heart of decision-making. Semperian invests in public infrastructure assets and is committed to ensuring those investments provide broad societal benefit.

Semperian is committed to:

- Creating a working environment that places wellbeing at its core.
- Focusing, where appropriate, on enabling efficient, effective, and flexible working practices that promote greater work-life balance.
- Ensuring that Semperian's staff undertake comprehensive and ongoing training and development.
- Promoting, where applicable, the value of employee voluntary work and the difference our employees can make in the communities where they live and work.
- Ensuring that Semperian operates an effective Equality Diversity and Inclusion Policy.
- Providing working practices that place the health, safety, and wellbeing of staff as the highest priority.
- A focus on health and safety with continual review and implementation of industry best practice.
- Ensuring appropriate due diligence is undertaken on any new investment to ensure social benefit and value is considered as part of the investment process.
- Ensuring that consideration is given to the impact on local communities during business as usual activity, delivered by Variation Quality Committee through a robust process and ensuring the procurement process accounts for social and human risks, such as child labour and modern slavery.
- Maintaining an internal ESG register which monitors social initiatives and actions across the Group and facilitates cross-pollination of ideas.



GOVERNANCE POLICY

Compliance, Customer Privacy and Public Policy are material Governance matters for Semperian. Semperian recognises the importance of robust corporate governance practices that help to embed a strong culture of accountability.

Semperian is committed to:

- Ensuring the governance of ESG is supported by a steering group that challenges the status quo and considers all stakeholders. Feeding back regularly to the main board and wider business.
- Upholding the highest standards of data protection.
- Reporting to Semperian's Board on ESG KPIs & metrics and Semperian's performance against them.
- Providing annual reporting to Investors relating to ESG strategy, ESG KPIs & Metrics and Semperian's performance against them.
- Ensuring that due diligence is performed against potential new asset acquisitions and is considered by the Investment Committee during asset appraisal.
- Collaborating, where appropriate, with a broad set of stakeholders including, but not limited to, Non Governmental Organisations (NGOs), NHS trusts, local government, community groups, and the public on their approach to ESG and how it impacts upon Semperian.
- Providing guidance to Special Purpose Companies on how to implement ESG Policy as a project level.
- Ensuring that all Governance policies that are in place are available to employees on the intranet, including but not limited to the Safety, Health and Environment, Human Resources, Business Standards and Group Counsel policies.



All members of the Group are key to the successful implementation and ongoing adherence to this Policy. The below depicts the key groups, committees, and boards with responsibility for oversight and governance of this Policy.

Semperian Group Board

OpCo Board

Investment Committee

Executive Committee

Sustainability Officer

SPV Board

Group Divisions

ESG Steering Group

ESG Champions



SEMPERIAN GROUP

BOARD: The main board is composed of a Chairman, Non-Executives nominated by Lead Investors, Independent Non-Executives and Senior Executives.

ESG Role: Challenge the Policy, Goals and Objectives of the Semperian Group and convey the overarching objectives of the Investors to Semperian's OpCo Board.

OPCO BOARD: The OpCo board is composed of the Senior Executives and is responsible for the strategic implementation of the Semperian Group Board's objectives through the presentation of Investment Committee Papers, Business Plans, Budgets, Financial Models and proposals for the raising of additional funding for the Group in connection with an investment, for consideration by the Investment Committee.

ESG Role: Responsible for setting the ESG Objectives and KPIs and empowered on behalf of the Semperian Group to ensure they are delivered.

INVESTMENT

COMMITTEE: Senior Executive and Semperian Group Board members responsible for considering potential new Investments into the Semperian Group.

ESG Role: Responsible for ensuring consideration is given to the ESG credentials of an investment and that approvals are in line with ESG objectives and KPIs.

EXECUTIVE COMMITTEE:

Executive positions responsible for Managing and Leading the Company.

ESG Role: Responsible for delivering and reviewing the ESG policy and approving the annual ESG KPIs.

SUSTAINABILITY OFFICER:

Subject matter expert responsible for leading ESG workstreams across the Company.

ESG Role: Responsible for driving ESG initiatives and overseeing ESG objectives and KPIs.

SPV BOARD: Board of Directors responsible for managing SPV.

ESG Role: To endorse and promote the ESG Policy and objectives of the group through the delivery of the projects.

GROUP DIVISIONS:

The divisional functions within the Semperian Group, encompassing all employees.

ESG Role: Embed the ESG vision into all aspects of the operations of the business.

ESG STEERING GROUP:

Key heads and leads from across all areas of the business.

ESG Role: Feed into the tactical vision for ESG within Semperian's strategy and determine the objectives, metrics, and targets.

ESG CHAMPIONS GROUP:

Employees from across the business acting as local advocates for ESG.

ESG Role: Share and promote information provided by the ESG Steering group with their business area, discuss and promote ESG with colleagues, feedback ideas, suggestions and ESG actions to the ESG Steering Group and feed into ESG communications.



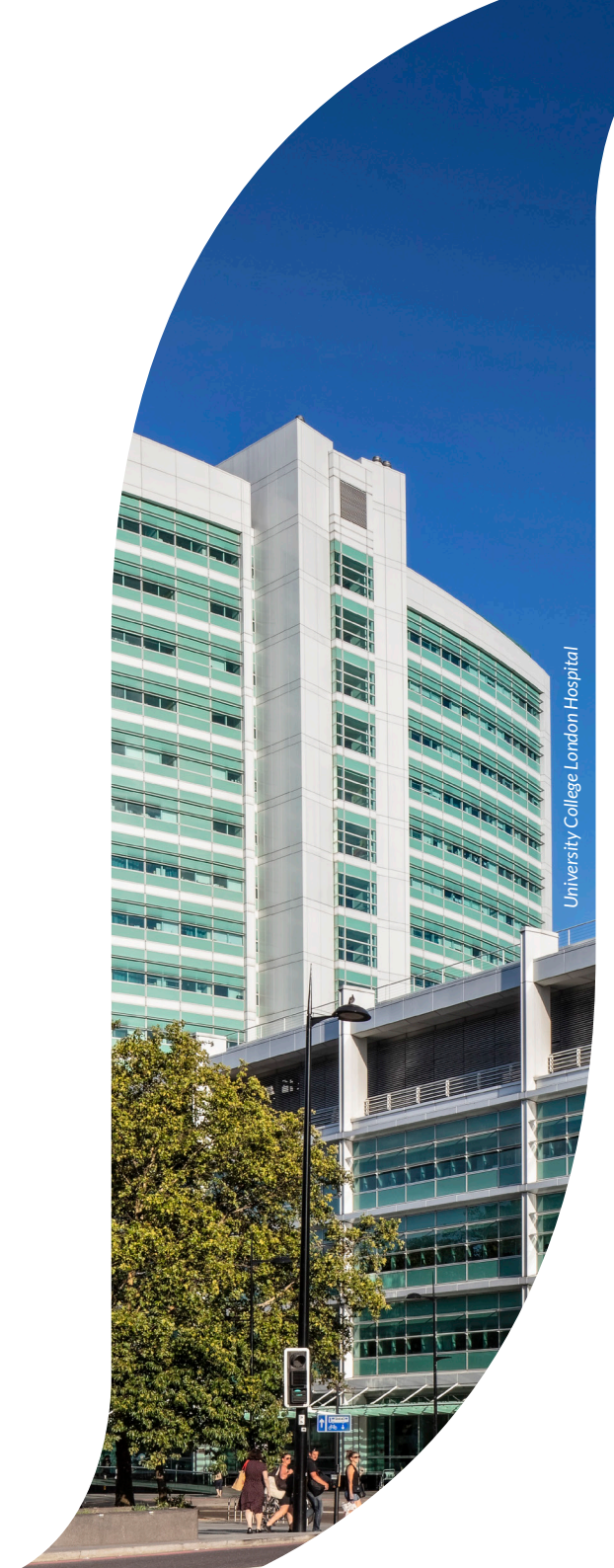


SEMPERIAN

St Martins House
1 Gresham Street
London EC2V 7BX

Telephone: +44 (0) 20 3405 1380

Email: contactus@semperian.co.uk



University College London Hospital