This document is issued by Sustainable Development Capital LLP (the 'AIFM' or 'Investment Manager') in order to make certain particular information available to investors in the alternative investment fund ('AIF') noted below before they invest, in accordance with the requirements of the Financial Conduct Authority's ("**FCA's**") rules implementing the UK Alternative Investment Fund Managers Regulations 2013 (as amended). It is made available to investors by being available at https://www.seeitplc.com/ The Investment Manager is authorised and regulated by the Financial Conduct Authority.

SDCL Energy Efficiency Income Trust plc

INVESTOR DISCLOSURE DOCUMENT

IMPORTANT INFORMATION

Regulatory status of the Company

SDCL Energy Efficiency Income Trust plc (the 'Company') is an AIF for the purposes of the UK Alternative Investment Fund Managers Regulation 2013 (as amended and as incorporated into the FCA's Handbook under the FUND rules) (the '**AIFM Regulations**').

The Company's ordinary shares ("**Shares**") are listed on the premium listing category of the Official List of the UK Financial Conduct Authority and are admitted to trading on the premium segment of the main market of the London Stock Exchange. The Company is subject to its articles of association, the Listing Rules, the Disclosure Guidance and Transparency Rules, the UK Corporate Governance Code (which it complies with though the AIC Code on corporate governance for investment companies) and the Companies Act 2006. The Company's shares are traded on the London Stock Exchange and is not authorised or regulated by the Financial Conduct Authority.

The provisions of the Company's articles of association are binding on the Company and its shareholders ('**Shareholders**'). The articles of association set out the respective rights and restrictions attaching to the Company's shares. These rights and restrictions apply equally to all Shareholders. All Shareholders are entitled to the benefit of, and are bound by and are deemed to have notice of, the Company's articles of association. The Company's articles of association are governed by English law.

Limited purpose of this document

This document is not being issued for any purpose other than to make certain, required regulatory disclosures to investors and, to the fullest extent permitted under applicable law and regulations, the Company and its Directors will not be responsible to persons other than the Company's Shareholders for their use of this document, nor will they be responsible to any person (including the Company's Shareholders) for any use which they may make of this document other than to inform a decision to invest in shares in the Company.

This document does not constitute, and may not be used for the purposes of, an offer or solicitation to buy or sell, or otherwise undertake investment activity in relation to, the Company's shares.

This document is not a prospectus and it is not intended to be an invitation or inducement to any person to engage in any investment activity. This document may not include (and it is not intended to include) all the information which investors and their professional advisers may require for the purpose of making an informed decision in relation to an investment in the Company and its shares.

No advice

The Company and its Directors are not advising any person in relation to any investment or other transaction involving shares in the Company. Recipients must not treat the contents of this document or any subsequent communications from the Company, or any of its affiliates, officers, directors, employees or agents, as advice relating to financial, investment, taxation, accounting, legal, regulatory or any other matters. Prospective investors must rely on their own professional advisers, including their own legal advisers and accountants, as to legal, tax, accounting, regulatory, investment or any other related matters concerning the Company and an investment in shares.

Potential investors in the Company's shares should consult their stockbroker, bank manager, solicitor, accountant or other financial adviser before investing in the Company.

Investors' rights

The Company is reliant on the performance of third party service providers, including the AIFM, the Depositary and the Registrar. Without prejudice to any potential right of action in tort that a Shareholder may have to bring a claim against a service provider, each Shareholder's contractual relationship in respect of its investment in the Company's shares is with the Company only. Accordingly, no Shareholder will have any contractual claim against any service provider with respect to such service provider's default.

In the event that a Shareholder considers that it may have a claim against a third party service provider in connection with such Shareholder's investment in the Company, such Shareholder should consult its own legal advisers.

The above is without prejudice to any right a Shareholder may have to bring a claim against an FCA authorised service provider under section 138D of FSMA (which provides that breach of an FCA rule by such service provider is actionable by a private person who suffers loss as a result), or any tortious cause of action. Shareholders who believe they may have a claim under section 138D of FSMA, or in tort, against any service provider in connection with their investment in the Company, should consult their legal adviser.

Choice of law and recognition and enforcement of foreign judgments

Where a matter comes before an English court, the choice of a governing law in any given agreement is subject to the provisions of the UK version of Regulation (EC) No 593/2008 of the European Parliament and of the Council of 17 June 2008 on the law applicable to contractual obligations (as amended by the Law Applicable to Contractual and Non-Contractual Obligations (Amendment etc.) (EU Exit) Regulations (SI 2019/834); and as further amended by the Jurisdiction, Judgments and Applicable Law (Amendment) (EU Exit) Regulations 2020 (SI 2020/1574)), which is part of UK law by virtue of the European Union (Withdrawal) Act 2018 ("**UK Rome I**"). Under UK Rome I, the English court may apply any rule of English law which is mandatory irrespective of the governing law and may refuse to apply a governing law if it is manifestly incompatible with English public policy. Further, where all elements relevant to the situation at the time of choice are located in a country other than the country whose law has been chosen, the parties' choice will not prejudice the application of provisions of the law of that other country which cannot be derogated from by agreement. Further, where all elements are located in the UK and/or one or more EU member states, the parties' choice of some other law will not prejudice the application of provisions of retained EU law which cannot be derogated from by agreement.

Overseas investors

This document is not an offer to sell or a solicitation of any offer to buy the Shares in the Company in the United States, Australia, Canada, New Zealand or the Republic of South Africa, Japan, or in any other jurisdiction where such offer or sale would be unlawful.

This document is not for publication or distribution, directly or indirectly, in or into the United States of America. This document is not an offer of securities for sale into the United States. The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States, except pursuant to an applicable exemption from registration. No public offering of securities is being made in the United States.

The Company has not been and will not be registered under the US Investment Company Act of 1940 (the "Investment Company Act") and, as such, holders of the Shares will not be entitled to the benefits of the Investment Company Act. No offer, sale, resale, pledge, delivery, distribution or transfer of the Shares may be made except under circumstances that will not result in the Company being required to register as an investment company under the Investment Company Act.

Prospective investors must inform themselves as to (a) the legal requirements within their own countries for the purchase, holding, transfer or other disposal of shares; (b) any foreign exchange restrictions applicable to the purchase, holding, transfer or other disposal of shares which they might encounter; and (c) the income and other tax consequences which may apply in their own countries as a result of the purchase, holding, transfer or other disposal of shares.

THE COMPANY

Investment Objective and Policy

Investment objective

The Company's investment objective is to generate an attractive total return for investors comprising stable dividend income and capital preservation, with the opportunity for capital growth.

Investment policy

The Company seeks to achieve its investment objective by investing principally in a diversified portfolio of Energy Efficiency Projects with high quality, private and public sector Counterparties. The contracts governing these Energy Efficiency Projects entitle the Company to receive stable and predictable cash flows once the Energy Efficiency Projects are operational. The Company's returns take the form of Contractual Payments by Counterparties in respect of the relevant Energy Efficiency Equipment.

Whilst the Company invests predominantly in operational Energy Efficiency Projects, the Company may under certain circumstances invest in Energy Efficiency Projects while such projects are in a construction phase or development phase or, to a limited extent, in developers, operators or managers of Energy Efficient Projects.

In respect of each type of Energy Efficiency Equipment, the Company seeks to diversify its exposure to engineers, manufacturers or other service providers by contracting, where commercially practicable, with a range of different engineers, manufacturers or other service providers.

Energy Efficiency Projects may be acquired individually or as a portfolio from a single or a range of vendors. The Company may also invest in Energy Efficiency Projects jointly with a co-investor. The Company aims to achieve diversification by investing in different energy efficiency technologies and contracting with a wide range of Counterparties.

The Company invests and manages its Energy Efficiency Projects with the objective of assembling a high quality, diversified Portfolio.

The Company initially focused its attention on investing in the UK. However, over time, the Company has made, and may continue to make, investments in continental Europe, North America and the Asia Pacific region.

In pursuing its investment policy, the Company will seek to target sustainable investments, for example, by investing in projects that contribute to greenhouse gas ("GHG") emission reductions.

Investment restrictions

In order to ensure a spread of investment risk, the Company has adopted the following investment restrictions:

- no Energy Efficiency Project investment by the Company will represent more than 20 per cent. of Gross Asset Value, calculated at the time of investment;
- the aggregate maximum exposure to any Counterparty will not exceed 20 per cent. of Gross Asset Value, calculated at the time of investment;
- the aggregate maximum exposure to Energy Efficiency Projects in either a development phase or construction phase will not exceed 35 per cent. of Gross Asset

Value, calculated at the time of investment, provided that, of such aggregate amount, the aggregate maximum exposure to Energy Efficiency Projects in a development phase will not exceed 10 per cent. of Gross Asset Value, calculated at the time of investment;

- the aggregate value of the Company's investments (calculated at the time of investment) in developers, operators or managers of Energy Efficiency Projects that are not made at the same time as an investment by the Company in an associated Energy Efficiency Project will not exceed 3 per cent. Of Gross Asset Value (with such 3 per cent. limit being included in the 10 per cent. limit on exposure to Energy Efficiency Projects in a development phase); and
- the Company will not invest in other UK listed closed-ended investment companies.

Use of derivatives

The Company may use derivatives for efficient portfolio management but not for investment purposes. In particular, the Company may engage in full or partial interest rate hedging or otherwise seek to mitigate the risk of interest rate increases and full or partial foreign exchange hedging to mitigate the risk of currency inflation.

The Company only enters into hedging contracts and other derivative contracts when they are available in a timely manner and on terms acceptable to it. The Company reserves the right to terminate any hedging arrangement in its absolute discretion.

Cash management

Whilst it is the intention of the Company to be fully or near fully invested in normal market conditions, the Company may hold cash on deposit and may invest in cash equivalent investments, which may include short term investments in money market type funds and tradeable debt securities ("Cash and Cash Equivalents").

There is no restriction on the amount of Cash and Cash Equivalents that the Company may hold and there may be times when it is appropriate for the Company to have a significant Cash and Cash Equivalent position instead of being fully or near fully invested.

No material change will be made to the Company's investment policy without the prior approval by ordinary resolution of Shareholders and the approval of the FCA.

Leverage The Company maintains a conservative level of aggregate gearing in the interests of capital efficiency, in order to seek to enhance income returns, long term capital growth and capital flexibility. The Company's target medium term gearing is up to 35 per cent. of NAV, calculated at the time of borrowing (the "**Structural Gearing**"). The Company may also enter into borrowing facilities on a short-term basis to finance acquisitions ("**Acquisition Finance**"), provided that the aggregate consolidated borrowing of the Company and the Project SPVs, including any Structural Gearing, shall not exceed 65 per cent. of NAV, calculated at the time of borrowing. The Company intends to repay any Acquisition Finance with the proceeds of a Share issue in the short to medium term. Structural Gearing and Acquisition Finance are employed either at the level of the Company, at the level of the relevant Project SPV or at the level of any intermediate wholly owned subsidiary of the Company, and any limits set out in this investment objective and policy shall apply on a consolidated basis across the Company, the Project SPVs and such intermediate holding company. Structural Gearing and Acquisition Finance primarily comprise bank borrowings, though small overdraft facilities may be utilised for flexibility in corporate actions.
Investment Strategy and Techniques Please see the sections entitled "Investment Objective and Policy" and "Leverage" above.
Material changes to the information disclosed in this document will be disclosed to existing Shareholders in the following Annual Report and Financial Statements. Any changes in information shall be deemed material if there is a substantial likelihood that a reasonable investor, becoming aware of such information, would reconsider its investment in the Company, including because such information could impact an investor's ability to exercise its rights in relation to its investment, or otherwise prejudice the interests of one or more investors in the Company.

ADMINISTRATION AND MANAGEMENT OF THE COMPANY

The AIFM

Sustainable Development Capital LLP is the authorised Alternative Investment Fund Manager ("AIFM" or "Investment Manager") of the Company. The annual management fee payable to the AIFM is 0.9% on the first £750 million of the Company's total assets less liabilities to creditors (including provisions for such liabilities) and 0.8% thereafter. Management fees are calculated and payable monthly in arrear.

The Company Secretary and Administrator

Sanne Fiduciary Services (UK) Limited ("Administrator") has been appointed as the Company's administrator. The Administrator is responsible for the day to day administration of the Company (including but not limited to the maintenance of the Company's fund accounting records and the calculation and publication of the estimated six-monthly NAV).

Sanne Group Secretaries (UK) Limited ("Company Secretary") has been appointed as the Company's company secretary. The Company Secretary is responsible for providing company secretarial services including convening meetings of Directors, keeping the statutory books and records of the Company, maintaining the Company register, convening general meetings of the Company, preparing and delivering company announcements and other company secretarial duties properly or reasonably performed by the secretary of a company or as the AIFM may reasonably require.

The annual fee payable to the Administrator and Company Secretary is £115,000 (exclusive of any applicable VAT and together with certain variable fees payable for additional services or corporate actions of the Company), in respect of their respective roles as administrator and company secretary, payable quarterly in equal instalments. The Administrator and the Company Secretary are also entitled to reimbursement of expenses incurred in the performance of its duties.

The Depositary

Sanne Group Administration Services (UK) Limited ("Depositary") has been appointed as the Company's Depositary. The Depositary is responsible for the safe-keeping of the Company's assets, cash monitoring and oversight.

The Depositary has not entered into any arrangement contractually to discharge itself of liability in accordance with the relevant parts of the AIFM Regulations (in particular Article 21). We will notify Shareholders of any changes with respect to the discharge by the Depositary of its liability in such manner through a Regulatory Information Service. The Depositary must not re-use or re-hypothecate any: (i) financial instruments of the Company; or (ii) assets, other than financial instruments or cash, which are held in custody by the Depositary (or a delegate thereof) for the Company, in either case except with the prior consent of the Company or the AIFM on its behalf and provided all applicable English laws, rules and regulations (other than the AIFM Regulations) are complied with.

The annual fee payable to the Depositary in respect of UK depositary services is £35,000. The Depositary is also entitled to reimbursement of expenses incurred in the performance of its duties.

The Auditor

PricewaterhouseCoopers LLP provides audit services to the Company. For the financial year ended 31 March 2022, the auditor was paid fees, in aggregate, in the sum of approximately £443,000.

The Registrar

Computershare Investor Services PLC has been appointed as the Company's Registrar. The Registrar's duties include the maintenance of the Company's registers of Shareholders, dealing with routine correspondence and enquiries, and the performance of all the usual duties of a registrar in relation to the Company.

The Registrar is entitled to receive a monthly maintenance fee per Shareholder account, subject to a minimum annual fee of £4,800 (exclusive of VAT). The Registrar is also entitled to levy certain charges on a per item basis, and to reimbursement of all reasonable out of pocket expenses incurred in connection with the provision of its services.

Ongoing Expenses

Ongoing expenses are not currently expected to exceed 1 per cent. of the Company's Net Asset Value annually, based on the Company's Net Asset Value of £1,073.1 million (as at 31 March 2022). Investors should note, however, that some expenses are inherently unpredictable and, depending on circumstances, ongoing expenses may exceed this estimation.

SHAREHOLDER INFORMATION

Annual Report and Financial Statements

Copies of the Company's annual and interim reports, once available, may be accessed at https://www.seeitplc.com/

Publication of net asset values

The latest net asset value of the Company may be accessed at https://www.seeitplc.com/

Valuation Methodology

The Investment Manager is responsible for carrying out the fair market valuation of the Company's portfolio of investments (the "Portfolio Valuation") which is presented to the Directors for their consideration and approval. A valuation is carried out on a six-monthly basis, as at 31 March and 30 September each year. The Portfolio Valuation is the key component in determining the Company's NAV.

The Company has a single investment in a directly and wholly owned holding company, SEEIT Holdco. It recognises this investment at fair value. To derive the fair value of SEEIT Holdco, the Company determines the fair value of investments held directly or indirectly by SEEIT Holdco Limited ("SEEIT Holdco") and adjusted for any other assets and liabilities. The valuation methodology applied by SEEIT Holdco to determine the fair value of its investments is described below.

For non-market traded investments (being all the investments in the current portfolio), the valuation is predominantly based on a discounted cash flow methodology and adjusted in accordance with the IPEV (International Private Equity and Venture Capital) valuation guidelines where appropriate to comply with IFRS 13 and IFRS 9, given the special nature of infrastructure investments. Certain investments may be held at cost if in the early part of a construction phase, however this will still be supported by a discounted cash flow analysis or similar method to determine fair value.

Where an investment is traded in an open market, a market quote would be used although currently this is not applicable to the investment portfolio.

The Investment Manager exercises its judgment in assessing the expected future cash flows from each investment based on the project's expected life and the financial models produced for each project company and adjusts the cash flows where necessary to take into account key external macro-economic assumptions and specific operating assumptions.

The fair value for each investment is then derived from the application of an appropriate market discount rate (on an unlevered basis) to reflect the perceived risk to the investment's future cash flows and the relevant year-end foreign currency exchange rate to give the present value of those cash flows. Where relevant, project level debt balances are then netted off to arrive at the valuation for each asset. The discount rate takes into account risks associated with the financing of an investment such as investment risks (e.g. liquidity, currency risks, market appetite), any risks to the investment's earnings (e.g. predictability and covenant of the income) and a thorough assessment of counterparty credit risk, all of which may be differentiated by the phase of the investment.

The Investment Manager uses its judgement in arriving at the appropriate discount rate. This is based on its knowledge of the market, taking into account intelligence gained from its bidding activities, discussions with financial advisers in the appropriate market, and publicly available information on relevant transactions.

The valuation methodology is materially unchanged from the Company's IPO and has been applied consistently in each subsequent valuation.

Historical performance of the Company

Details of the Company's historical financial performance, once available, will be provided in the Company's Annual Report and Financial Statements and periodic factsheets, which are available at https://www.seeitplc.com/.

Investors should note that past performance of the Company is not indicative of future performance. Investors may not get back the amount invested.

Purchases and sales of shares by investors

The Company's shares are admitted to listing on the Official List of the FCA and to trading on the premium segment of the main market of the London Stock Exchange. Accordingly, the Company's shares may be purchased and sold on the premium segment of the main market of the London Stock Exchange.

The Company has authority to allot and issue shares on a non-pre-emptive basis.

The Company's shares are not redeemable. While the Company has Shareholder authority to buy back shares, Shareholders do not have the right to have their shares purchased by the Company.

Fair treatment of investors

The legal and regulatory regime to which the Company and the Directors are subject ensures the fair treatment of investors. The Listing Rules require that the Company treats all Shareholders of the same class of shares equally.

In particular, as directors of a company incorporated in the United Kingdom, the Directors have certain statutory duties under the Companies Act 2006 with which they must comply. These include a duty upon each Director to act in the way she or he considers, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole.

Jefferies International Limited ("**Jefferies**"), as the Company's broker and sole bookrunner in the fundraisings that the Company has undertaken, may pay away part or all of its fees relating to placings that the Company undertakes through Jefferies to the Investment Manager where it introduces selected investors. Investors wishing to be provided with further details of this arrangement can contact the AIFM at the details contained at the foot of this document.

RISK FACTORS

The risk factors below are a summary and a fuller description of the risks is set out in the prospectus of the Company which is available on the website.

The economic and political consequences of the Russian invasion of Ukraine have introduced a new level of uncertainty to markets globally. Europe faces severe curtailment in natural gas supplies because of reduced supplies from Russia in addition to the energy price and security uncertainty resulting from the invasion.

The Company has only been operational since December 2018. Accordingly, there is a limited amount of meaningful operating or financial data with which to evaluate the Company and its performance since that time.

The Counterparties could fail to make Contractual Payments or suffer an insolvency event, resulting in the Company receiving lower returns from the affected Energy Efficiency Projects than forecast.

The due diligence process undertaken in relation to an Energy Efficiency Project may not identify all material issues relating to that Energy Efficiency Project that might affect an investment decision, or the price as which an investment is acquired.

Energy Efficiency Equipment may fail, which may entitle the Counterparty to take remedial action (such as withholding some or all payments due to the Company or relevant Project SPV), which would affect the returns generated by the relevant Energy Efficiency Project.

Laws, regulations and guidance in the renewable energy sector are constantly evolving and any changes may increase the administrative burden on the Company or the Investment Manager, or may result in the Energy Efficiency Technology used in the Company's investments to fall out of favour or otherwise be less profitable.

The operation, maintenance and performance of Energy Efficiency Projects in which the Company has invested or may invest in or acquire in the future may yet be affected by the impact on the global economy and businesses that COVID-19 (or another pandemic or epidemic) is currently having or may have in the future.

The Company, and the returns generated by the Energy Efficiency Projects, may be adversely impacted by climate change (and by changes to the regulatory environment made in response to climate change) and the developers, counterparties and other service providers used by the Company and the Project SPVs may be adversely affected by prolonged, extreme weather events.

The success of the Company is dependent on the Investment Manager and its expertise, key personnel, and ability to source, advise on and actively manage the Company's investments.

There can be no assurance that the Investment Manager will be able to source suitable investments at prices which the Investment Manager considers to be attractive.

RISK MANAGEMENT

Risk profile

The Company will periodically disclose the current risk profile of the Company to investors. The Company will make this disclosure at https://www.seeitplc.com/ at the same time as it makes its Annual Report and Financial Statements available to investors, or more frequently at its discretion.

Further detail in relation to the nature and extent of the principal risks of the Company are described in the Company's Annual Report and Financial Statements.

Risk management systems

The Company will periodically disclose to investors the risk management systems which it employs to manage the risks which are most relevant to it. The Company will make this disclosure at https://www.seeitplc.com/ at the same time as it makes its Annual Report and Financial Statements available to investors or more frequently at its discretion.

The AIFM has established a permanent risk management function to ensure that effective risk management policies and procedures are in place and to monitor compliance with risk limits. The AIFM has a risk policy which covers the risks associated with the Company, and the adequacy and effectiveness of this policy is reviewed and approved at least annually. This review includes the risk management processes and systems and limits for each risk area.

For the principal relevant risk areas, risk limits are set by the AIFM which take into account the objectives, strategy and risk profile of the Company. These limits are monitored and the sensitivity of the Company's portfolio to key risks is undertaken periodically as appropriate to ascertain the impact of changes in key variables to the Company. Exceptions from limits monitoring and stress testing are escalated to the AIFM along with remedial measures being taken.

Liquidity risk management

The AIFM has a liquidity management policy in relation to the Company which is intended to ensure that the Company's portfolio maintains a level of liquidity which is appropriate to the Company's obligations. This policy involves an assessment by the AIFM of the prices or values at which it expects to be able to liquidate the Company's assets over varying hypothetical periods in varying market conditions, taking into account the sensitivity of particular assets to particular market risks and other relevant factors.

Shares in the Company are not redeemable and Shareholders do not have the right to require their shares to be purchased by the Company. Accordingly, the liquidity management policy ensures that the Company's portfolio is sufficiently liquid to meet the following principal obligations:

- the Company's operating and financing expenses; and
- the possible need to repay borrowings at short notice, which would be required to be met by the sale of assets.

The liquidity management policy requires the AIFM to identify and monitor its investment in asset classes which are considered to be relatively illiquid. There may be a lack of liquidity in the Company's investments in Energy Efficiency Projects, and the Company's portfolio is monitored on an ongoing basis to assess liquidity. The liquidity management policy is reviewed and updated, as required, on at least an annual basis. Investors will be notified, by way of a disclosure at https://www.seeitplc.com/ in the event of any material changes being made to the liquidity management systems and procedures or where any new arrangements for managing the Company's liquidity are introduced. The Company will periodically disclose to investors the percentage of the Company's assets which are subject to special arrangements arising from their illiquid nature. The Company will make this disclosure at https://www.seeitplc.com/ at the same time as it makes its Annual Report and Financial Statements and accounts available to investors or more frequently at its discretion.
Professional negligence liability risks The requirement to cover potential liability risks arising from professional negligence is covered by the AIFM's own funds. Sufficient capital above the regulatory limit is held which is monitored by the partners of Sustainable Development Capital LLP.
Contact details **The Company** SDCL Energy Efficiency Income Trust plc 6th Floor, 125 London Wall, London, England, EC2Y 5AS Telephone: +44 (0) 20 3327 9720. **The AIFM** Sustainable Development Capital LLP 1 Vine Street, London, W1J 0AH Telephone: +44 (0) 20 7287 7700. **The Depositary** Sanne Group Administration Services (UK) Limited 6th Floor, 125 London Wall, London, EC2Y 5AS Telephone: +44 (0) 203 327 9720

Last updated August 2022

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: SDCL Energy Efficiency Income Trust plc **Legal entity identifier:** 213800ZPSC7XUVD3NL94

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

Sustainable investment objective

Does this financial product have a sustainable investment objective? *[tick and fill in as relevant, the percentage figure represents the minimum commitment to sustainable investments]*

☒ **Yes**	☐ **No**
☒ It will make a minimum of **sustainable investments with an environmental objective:** 100%	☐ 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
☐ in economic activities that qualify as environmentally sustainable under the EU Taxonomy	☐ with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy
☒ in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy	☐ with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy
	☐ with a social objective
☐ It will make a minimum of **sustainable investments with a social objective:** ___%	☐ It promotes E/S characteristics, but **will not make any sustainable investments**

What is the sustainable investment objective of this financial product?

The Company's investment objective is to generate an attractive total return for investors comprising stable dividend income and capital preservation, with the opportunity for capital growth.

Sustainability indicators measure how the sustainable objectives of this financial product

The Company seeks to achieve its investment objective by investing principally in a diversified portfolio of Energy Efficiency Projects with high quality, private and public sector Counterparties. The contracts governing these Energy Efficiency Projects entitle the Company to receive stable and predictable cash flows once the Energy Efficiency Projects are operational. The Company's returns take the form of Contractual Payments by Counterparties in respect of the relevant Energy Efficiency Equipment. In pursuing its investment policy, the

Company will seek to target sustainable investments, for example, by investing in projects that contribute to greenhouse gas ("GHG") emission reductions.

The sustainable investment objective of this financial product is climate change mitigation achieved through exclusively investing in energy efficiency projects.

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

The principal sustainability indicators used to measure attainment of the sustainable investment objectives are tonnes of carbon saved (measured in tonnes CO_2e) and amounts of electrical and thermal energy saved (measured in kWh).

The Company does not currently use an external consultant to assess each investment's compliance with the EU Taxonomy.

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-

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

The DNSH principles used by SDCL take into account the indicators for principal adverse impacts. Neither the Company or SDCL currently report on the principal adverse impact indicators in accordance with the draft Regulatory Technical Standards ("RTS") of the SFDR but intends to do so by July 2023.

How have the indicators for adverse impacts on sustainability factors been taken into account?
The DNSH principles, and by extension indicators for principal adverse impacts, are taken into consideration for potential investments in the due diligence process and as part of the investment committee decision. The principles are further taken into account during the asset management phase of an investment using an annual ESG questionnaire to shape engagement.

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

The Company avoids investing in projects that are in breach of the ILO standards, UNGPs, UNGC or OECD Guidelines for Multinational Enterprises**.** We actively consider alignment of potential investments with the OECD Guidelines and UNGPs through our ESG due diligence process and investment decision and during the asset management phase. Our ESG policy and principles include commitments to:

- Aide in the transition to a low carbon economy by maximising energy efficiency through its investment strategy and operations;
- Minimise the environmental footprint of its operations through managing negative impacts, such as waste, biodiversity loss, and emissions;
- Secure robust governance and business integrity, including assessing resilience to physical climate risk and engaging as an active participant on ESG with its delivery partners, and
- Provide safe environments for all workers, contractors and members of the community who use or come into contact with its projects.

See for reference Robeco: *The fund avoids investment in companies that are in breach of the ILO standards, UNGPs, UNGC or OECD Guidelines for Multinational Enterprises. Companies that breach the international norms will be excluded from the investment universe*

https://www.robeco.com/docm/sfdr-sustainable-healthy-living-equities.pdf

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

Yes

✖ No

What investment strategy does this financial product follow?

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

Pursuant to the Company's investment policy, save for any investment in cash and cash equivalents, the Company principally invests in Energy Efficiency Projects, the objective of which are to achieve one or more of the following criteria:

- reduce energy consumed and/or related greenhouse gas ("GHG") emissions arising from the existing and/or future supply, transmission, distribution or consumption of energy;
- reduce its Scope 1 GHG emissions ("Direct GHG emissions occur from sources that are owned or controlled by the company") and Scope 2 GHG emissions ("electricity indirect GHG emissions from the generation of purchased, or generated on-site, electricity consumed by the company") as defined by the GHG Protocol, directly and/or in conjunction with offsets that may be used to deliver additional net emissions reduction benefits;
- increase the supply of renewable energy generated on the premises of a Counterparty or generated at a site directly associated with the premises of a Counterparty;
- reduce emissions and energy consumption in non-domestic sectors, which include:
  - all forms of energy supply, conversion, distribution or transmission not originating within a private domestic dwelling, including district heating systems and CHP systems;
  - demand for energy in non-domestic buildings including commercially owned or used property and public sector owned buildings;
  - demand for energy in industrial and light manufacturing plant and machinery, operations and logistics;
  - demand for energy in the transport sector; and
  - through the deployment of energy efficiency measures in public and private infrastructure, such as in utilities (including the installation of smart metering equipment) and street lighting, or
  - otherwise satisfy, in the Investment Manager's reasonable opinion, any other criteria or measurement of energy efficiency in an industry or sector, or by using energy efficiency technologies that are compatible with the Company's investment objective and policy.

Good governance practices include sound management structures, employee relations, remuneration of staff ad tax

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

The Company expects to invest in Energy Efficiency Projects through Project SPVs (i.e. entities that were established for the sole purpose of owning and operating one or more assets).

SEEIT's investment strategy in respect of governance requires the highest standards of corporate governance practice in its investments through engaging with its Investment Manager, O&M Providers and other service providers to SEEIT to ensure they meet the standards set out in SEEIT's ESG Policy and Principles. This policy has been approved by the SEEIT Board, which is responsible for overseeing compliance with it on a regular basis, through review with Sustainable Development Capital LLP as Investment Manager ("SDCL" or the "Investment Manager"). This policy will be reviewed annually.

The investment strategy guides investment decisions based on factors such as investment objectives and risk tolerance.

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

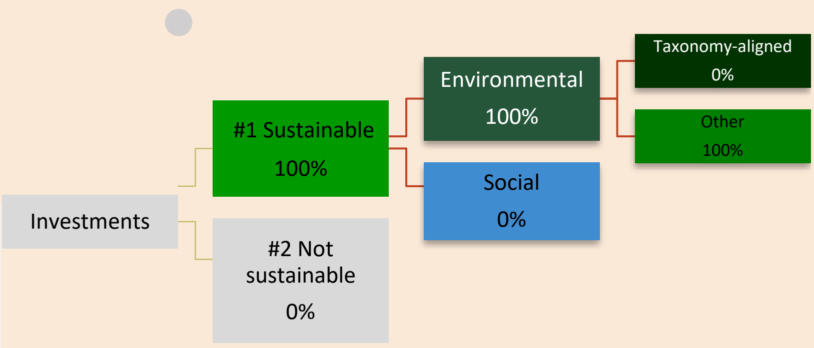
Transitional activities are activities for which low-carbon alternatives are not yet available ad among others have greenhouse gas emission levels corresponding to the best performance.

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

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.

What is the asset allocation and the minimum share of sustainable investments? The Company's entire portfolio consists of sustainable investments.



#1 Sustainable covers sustainable investments with environmental or social objectives.

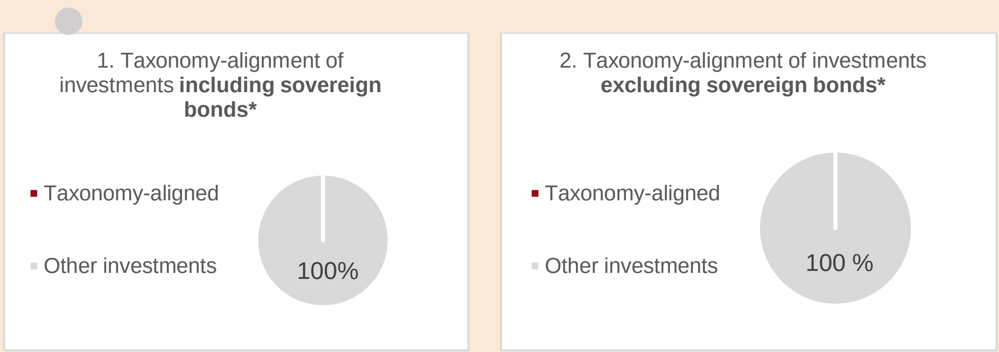
#2 Not sustainable includes investments which do not qualify as sustainable investments.

How does the use of derivatives attain the sustainable investment objective?

The Company may use derivatives for efficient portfolio management but not for investment purposes.

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

None of the Company's sustainable investments with an environmental objective are aligned with the EU Taxonomy.



**For the purpose of these graphs, 'sovereign bonds' consist of all sovereign exposures*

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

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?

All the sustainable investments made by the Company have an environmental objective not aligned with the EU Taxonomy.

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

None of the sustainable investments made by the Company have a social objective.

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

Not applicable. Other assets of the Company are limited to cash held on deposit and cash equivalent investments, which may include short-term investments in money market type funds and tradeable debt securities.

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

There is currently no specific index designated as a reference benchmark.

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

  Not applicable.

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

  Not applicable.

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

  Not applicable.

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

  Not applicable.

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

Where can I find more product specific information online?

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

https://www.seeitplc.com/ and https://www.sdclgroup.com/investments/esg/