

## **BELFIUS PRIVATE EQUITY - ANDERA MIDCAP 6**

### **Sustainability-related Disclosure**

#### **1. Summary**

BELFIUS PRIVATE EQUITY - ANDERA MIDCAP 6 (the “**Compartment**”) is a compartment of DELIO SCSp – RAIF. The purpose of the Compartment is to invest at least 85% of its available assets in units of Andera MidCap 6 S.L.P, a fund managed by Andera Partners and established under French law (“**the Master Fund**”) which is characterized by a diversified portfolio of interests, in medium-sized European enterprises across all sectors of business.

The investment philosophy of the Compartment is aligned with that of the Master Fund, which should focus on generating superior risk-adjusted returns by investing in mid-cap buyout opportunities. The Master Fund aims to identify and invest in companies with strong growth potential, robust business models, and experienced management teams. The investment approach is characterized by a disciplined due diligence process and active portfolio management.

#### **2. No sustainable investment objective**

The Master Fund promotes environmental and/or social characteristics but does not and will not make investments with a sustainable objective.

#### **3. Environmental or social characteristics of the financial product**

The investment objective of the Compartment is to invest at least 85% of its available assets in units of Andera MidCap 6 S.L.P (the “Master Fund”). Pursuant to the Master/Feeder structure, the Feeder adopts and follows the SFDR approach of the Master Fund as described hereafter.

The Master Fund promotes environmental and/or social characteristics by integrating environmental, social and governance issues into each stage of its investment cycle as follows:

##### **1) Pre-investment phase**

- Application of ESG exclusions when identifying investment opportunities;
- Assessment of sustainability risks and opportunities during the due diligence phase carried out by external service providers;
- Integration of ESG clauses in the legal documentation when acquiring a stake in a target company, with the exception of Portfolio Companies whose securities are admitted to trading on a Financial Instruments Market;
- The integration of ESG characteristics into the remuneration, financial participation and/or any other financial investment mechanism of one or more of the Portfolio Company's executives at the date of investment (excluding Follow-on investments and Bridging investments as defined in ARTICLE 5 of the LPA), where the percentage of the Portfolio Company's capital held by the Master Fund and the Parallel Funds alongside it in accordance with ARTICLE 8.1.4 of the LPA is greater than 25%;

##### **2) Holding phase**

- The establishment of ESG roadmaps by each Portfolio Company comprising at least three (3) Portfolio ESG Indicators measurable according to the specific characteristics of each Portfolio Company, when the percentage of the Portfolio Company's capital held by the Master Fund and the Parallel Funds alongside it in accordance with ARTICLE 8.1.4. of the LPA is greater than 25%
- Annual monitoring of progress at least once a year by the supervisory committee (or equivalent) of the portfolio companies, with the exception of Portfolio Companies whose securities are admitted to trading on a Financial Instruments Market;
- Annual ESG reporting, with the exception of companies in the divestment phase;

##### **3) Divestment phase**

- Integration, where applicable, of ESG information into a data room.

#### 4. Investment strategy

The investment objective of the Compartment is to invest at least 85% of its available assets in units of the Master Fund. The Master Fund aims to acquire majority or minority stakes, directly or indirectly, in SMEs and mid-cap companies through capital development transactions with or without the use of bank leverage, in accordance with Article 8.1 of the Master Fund's LPA.

Andera Partners integrates sustainability risks into the investment decision-making process throughout the holding period.

#### 5. Proportion of investments

The Compartment's assets are invested in accordance with the following allocation between investments promoting environmental and/or social characteristics and other investments:

- a) #1 Investments aligned with E/S characteristics: Minimum 68%
- b) #2 Other investments: between 0% and 32%

The investments underlying this Compartment do not take into account the EU criteria for environmentally sustainable economic activities, as defined under the Taxonomy Regulation (EU) 2020/852.

#### 6. Monitoring of environmental or social characteristics

Since 2016, Andera Partners has carried out an annual analysis of the ESG performance of its portfolio companies, as part of a process of ongoing improvement of the comprehensiveness, relevance and reliability of the data collected, in particular through the verification of ESG reporting by an external firm. This annual ESG reporting is carried out for the portfolios of all Andera Partners' activities and enables the annual monitoring of sustainability risks and the key adverse impacts of investments on sustainability factors.

ESG reporting covers more than 100 KPIs (including the regulatory indicators required by the SFDR) which cover the following topics:

- General information Scope of the company, its activities, its customers and its turnover
- Governance bodies, management, ethics and certifications
- Supply chain Supply chain organisation, sustainable procurement, suppliers
- Social footprint Workforce, absenteeism, accidentology, training and diversity
- Environmental footprint Energy consumption, water consumption, waste generated, transport, carbon footprint, biodiversity

#### 7. Methodologies

The restrictive elements are the exclusion policies of the Management Company and the Master Fund.

During the pre-investment phase, the Management Company's exclusion policy includes the following normative exclusions:

- Exclusion of companies that seriously and repeatedly violate international standards or conventions, or one or more of the ten principles of the Global Compact. This includes operations and the supply chain.
- Exclusion of trade in any species or animal or plant product regulated by the CITES Convention.

And sectoral exclusions listed in the table below:

Controversial activities	Clarification on strict exclusion	Exceptions allowed
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Illegal economic activity	<ul style="list-style-type: none"> <li>Illegal and/or criminal economic activity (e.g. drug dealing, prostitution, counterfeiting)</li> <li>Economic activity whose income is hidden from the tax authorities</li> </ul>	-
Activities in oppressive and uncooperative regimes	Business activity whose headquarters are located on the list of prohibited countries. If present in countries classified as very high risk or non-cooperative, a compliance check is required	If the list is modified during the annual update
Controversial weapons	<ul style="list-style-type: none"> <li>Production, sale and components of controversial weapons: anti-personnel landmines (defined by the 1999 Ottawa Treaty), cluster bombs (defined by the 2008 Oslo Convention on Cluster Munitions), chemical and biological weapons (defined in the 1993 Paris Convention on Chemical Weapons)</li> <li>Production, sale and components of nuclear weapons</li> </ul>	-
Casinos, gambling and chance	Activity of casinos and similar businesses	-
Cloning	Economic activity using cloning for human or animal reproductive purposes outside the context of biomedical research or for therapeutic purposes	Animal reproduction for biomedical research or therapeutic purposes
Animal experimentation	Economic activity conducting animal experiments for products that are not subject to this legal and/or regulatory requirement and outside the context of biomedical research or therapeutic purposes	-
Logging	Logging activity	Sustainably managed forests (with certification)
Tobacco	Production and sale of tobacco and related products (including vaping products)	-
GMO	Production, sale outside the context of biomedical research or for therapeutic purposes	Use of GMOs for medical purposes (e.g. gene therapy products for human use, drug production, production of biological tools for therapeutic R&D purposes, etc.) with the existence of a liability policy and compliance with international conventions on GMOs
Pornography	Production and promotion of pornographic content	-
Alcohol	Economic activity involved in production and distillery activities and	Retail, with a maximum authorised threshold of 30% of turnover

any activity related to Groups 4 & 5

**Unconventional fossil fuels and conventional fossil fuels (shale gas, shale oil and oil sands)**

Extraction, production, sale, storage and transport

Economic activity that has not obtained or is not committed to obtaining RSPO certification or any other internationally recognised certification

**Palm oil**

**Activities to limit impact**

Service providers (with a maximum authorised threshold of 30% of turnover)

Sourcing, with a maximum authorised threshold of 30% of turnover

Andera Partners' exclusion policy is detailed on the Management Company's website and can be consulted at the following address:

[https://www.anderapartners.com/wp-content/uploads/2025/03/2025\\_03-Responsible-Investment-policy\\_Andera-Partners.pdf](https://www.anderapartners.com/wp-content/uploads/2025/03/2025_03-Responsible-Investment-policy_Andera-Partners.pdf).

## **8. Data sources and processing**

The investment objective of the Compartment is to invest at least 85% of its available assets in units of the Master Fund.

The data sources and processing, as described below, are performed at the Master Fund level:

### **a) Sources of data used to attain each of the environmental or social characteristics promoted by the financial product:**

- ESG analyses in the pre-investment phase are based on information provided during the due diligence process, collected from the companies under review.
- The information collected during the ESG reporting process is directly provided by the portfolio companies as part of the annual reporting exercise (approximately 100 KPIs).
- The integration of environmental and social characteristics into the investment process is carried out by the investment teams in collaboration with the Sustainability team of Andera Partners. The information therefore originates from Andera Partners' internal teams. A second-level control is performed by the Middle Office team, which ensures that ESG processes have been properly applied.

### **b) Measures taken to ensure data quality:**

The data collected during the annual ESG reporting are gathered through a SaaS platform and reviewed by an external service provider as well as by the Sustainability team of Andera Partners.

### **c) Data processing methods:**

The information collected during the ESG reporting process is gathered through an external SaaS platform dedicated to ESG data collection.

### **d) Proportion of data that are estimated:**

The information collected is not estimated, with the exception of certain carbon emissions calculations for companies whose emissions have not yet been calculated by the portfolio companies themselves.

## **9. Limitations to methodologies and data**

### **a) Limitations to the methodologies and data used**

The limitations of the methodologies and data sources used to attain the social and environmental characteristics promoted by the Master Fund may lie in the possible reluctance of companies to engage in a ESG approach. Indeed, the characteristics promoted by the Master Fund concern the

integration of ESG into the investment cycle, notably through the Master Fund's support to portfolio companies regarding their ESG strategy. This could be compromised if one of the portfolio companies were unwilling to engage in this process.

**b) How such limitations do not affect the attainment of the environmental or social characteristics promoted by the financial product**

This risk is mitigated by the fact that the Master Fund sets a minimum target of supporting 80% of portfolio companies and excludes companies in which the Master Fund holds only a minority interest (less than 25% of the share capital).

The due diligence of the Master Fund, insofar as it takes reasonable precautions to prevent social, environmental or ethical incidents, is carried out as early as the preinvestment phase, since the Master Fund analyses any potential incidents that may have previously occurred within the company and, where applicable, their causes. It also reviews the processes implemented to prevent such incidents.

The Master Fund conducts annual monitoring of the policies and procedures established within portfolio companies to prevent any social, environmental, or ethical incidents and issues recommendations aimed at mitigating these risks. Any incident that occurs is reported to the investment teams during the annual ESG reporting exercise and subsequently communicated to investors through the Fund's ESG reports.

The Audit and Risk Committee of Andera Partners is also informed of critical incidents occurring within the investment portfolios.

## **10. Due diligence**

Andera Partners arranges for ESG due diligence to be carried out by an external service provider.

ESG clauses are integrated into the shareholders' agreement and cover anti-money laundering and anti-corruption clauses as well as ESG requirements.

The indexation of part of the remuneration of one or more executives/employees of the investee companies to ESG criteria, as well as part of the carried interest of Andera MidCap's investment team to ESG objectives, are binding elements that align the interests of the various stakeholders.

Finally, monitoring of the ESG roadmap (consisting of minimum three key performance indicators) at least once a year by the Supervisory Board (or equivalent) of portfolio companies in which the Master Fund and the Parallel Funds alongside it in accordance with ARTICLE 8.1.4 of the LPA hold more than 25% of the capital is also a binding element in monitoring the ESG performance of investee companies throughout the holding period until exit (or disposal phase).

## **11. Engagement policies**

The Andera Partners voting policy aims to promote company projects, value creation and the development of economic activities under sustainable and fair conditions. Andera Partners promotes the implementation of good governance and business ethics, social policy and environmental protection. Andera Partners will vote in the exclusive interest of the investors of the funds it manages. The Shareholder Engagement Policy, which aims to present Andera Partners' strategy in terms of shareholder engagement and long-term investment, is formalised in a document published on the Andera Partners website. The results of AnderaPartners' engagement strategy and voting policy are published on the Andera Partners website.

## **12. Designated reference benchmark**

No reference benchmark has been designated for the Master Fund.