



Environmental, Social and Governance Policy

Version 4
31 January 2023

1. Introduction

Mori Capital Management Limited (“Mori”, “the Company”, “we”, “us”) is an investment management company incorporated in Malta and specialised in emerging markets. The Company is currently authorised and regulated by the Malta Financial Services Authority (“MFSA”) under license number MORI-IF-10972.

Mori is a firm advocate of responsible investment, whereby the Company approaches its investment activities with a focus on fostering sustainability and ethical practices. We believe that a responsible investment approach leads to better-informed financial decisions and benefits society. As such, Mori aims to avoid making any investments which we, or our clients, deem unsuitable. This goal is achieved through a combination of actions: from carrying out its stewardship responsibilities with investee companies to integrating environmental, social and governance factors (ESG) into its investment process.

Mori’s ESG Policy is compliant with internationally recognised standards for responsible business operations and investment practices. More specifically, Mori has implemented the United Nations Principles for Responsible Investment (UN PRI) in its business practices and ensures that the companies in the portfolios it manages adhere to, and comply with, the principles in UN Global Compact, UN’s Universal Declaration of Human Rights and the Organisation for Economic Co-Operation and Development (OECD) Guidelines for Multinational Enterprises.

Mori will apply the terms of this policy to all the assets listed in the funds over which the Company has full discretion, except for discretionary mandates and client specific portfolios. As of January 2023, Mori is the discretionary portfolio manager of two funds, Mori Eastern European Fund and Mori Ottoman Fund, integrated within an umbrella entity, Mori Umbrella Fund plc, a UCITS financial entity domiciled and regulated in Ireland.

2. Integration of Sustainability Risks in the Investment Process

None of the funds under Mori’s management promote environmental or social objectives, nor do they have a sustainable investment objective. Therefore, for the purposes of the Sustainable Finance Disclosure Regulation (“SFDR”), both funds fall within the remit of Article 6.

Article 6 of SFDR requires financial market participants to disclose the manner in which sustainability risks are assessed and integrated into the investment process. The Company uses two primary criteria for integrating ESG factors.

- Firstly: via asset ownership and engagement with investee companies, actively participating via shareholder voting, promoting an agenda to increase a company's ESG footprint and evaluating the firm's overall corporate governance culture, social and environmental ethics and business practices.
- Secondly: via exclusion screening of companies operating in sectors which go against Mori's investment principles and philosophy.

Based on the above, we exclude from our investment universe companies that fall short of the following focus areas:

Social and environmental ethics

Mori assesses the behaviour of companies in accordance with the UN Global Compact Principles and the OECD Guidelines for Multinational Enterprises (please refer to annexes 1 and 2). When companies exhibit severe breaches of these principles and guidelines, an enhanced evaluation process is applied. In the event that Mori does not perceive a consistent effort by the company to comply with the aforementioned principles and guidelines over a sustained period of time, Mori will decide to exclude such firm from its investment universe.

Corporate governance

Mori advocates high standards of corporate governance in investee companies, actively cooperating with their management board to promote and ensure the following principles are adhered to:

- have adequate number of independent directors;
- provide for adequate transparency about the company's operations and a governance structure that demonstrates appropriate accountabilities;
- take actions to ensure that its officers are not involved in corrupt practices;
- uphold high standards of business integrity and honesty;
- deal with regulators in an open and co-operative manner.

Entities which consistently fail to adhere to these principles will be subject to review under the terms of this policy and may fall within the Company's list of exclusions.

Climate change strategy and governance

Mori acknowledges the responsibility of the asset management industry towards climate change risks through the investment decisions that we make and the contact we have with investee companies and other institutions. We aim to make our contribution to the Paris Agreement ambition to keep temperature rise well below 2°C above pre-industrial levels and to pursue efforts to limit the temperature increase even further to 1.5°C. We also recognise the part that climate change risks play in contributing to the UN's Sustainable Development Goals (SDGs) 7, 12 and 13. Furthermore, we believe that climate

change poses both risks and opportunities for our clients' investment portfolios. We aim to identify and manage those risks.

The empirical evidence that the global climate has been changing due to human activity, primarily through the consumption of fossil fuels and land use changes, is overwhelming. We acknowledge that climate change, if unmitigated, will have an unacceptable long-term impact on society and the global economy.

Given the high relevance of climate change for the global society and the investment community overall, the Company endeavours to adhere to the following practices:

1. Analysing climate-related investment risks relating to our investment portfolios.
2. Raising awareness about climate change risks, engaging through dialogue with clients and the public and engaging for change with the companies we invest in.
3. Challenging investee companies and promoting industry best practice in climate-risk management, including disclosure in line with the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD).
4. Integrating financially material climate change-related issues into our regular investment processes, where relevant for the business model.
5. Aligning investments with an emissions reduction pathway that would limit global warming to well below 2°C.

Weapon manufacturing industry

Exclusion is applied to companies that are manufacturers of products that do not comply with the following treaties or legal bans on controversial weapons:

- The **Ottawa Treaty (1997)** which prohibits the use, stockpiling, production and transfer of anti-personnel mines.
- The **Convention on Cluster Munitions (2008)** which prohibits the use, stockpiling, production and transfer of cluster munitions.
- The **Chemical Weapons Convention (1997)** which prohibits the use, stockpiling, production and transfer of chemical weapons.
- **Biological Weapons Convention (1975)** which prohibits the use, stockpiling, production and transfer of biological weapons.
- The **Treaty on the Non-Proliferation of Nuclear Weapons (1968)** which limits the spread of nuclear weapons to the group of so-called Nuclear Weapons States (USA, Russia, UK, France and China).

Adult entertainment

Mori will not invest in companies that derive more than 5% of revenue from adult entertainment.

3. Implementation

Mori's ESG policy is implemented as per the principles described below:

Policy scope

This policy applies to all investments considered by the Chief Investment Officer and the Investment Committee, and will be interpreted in accordance with local laws and regulations. As regards the scope of the policy vis-à-vis the potential exclusion of companies from Mori's investment universe, the following guidelines shall be observed:

- For company exclusions, all company-related listed investment instruments are in scope.
- For controversial behaviour cases, a "comply or explain" principle applies. Mori's Chief Investment Officer may, on a case by case basis, grant exceptions for specific investments subject to the approval by Mori's management board of the appropriate report outlining the grounds for the exception.
- Thresholds applied for controversial behaviour: 0% for controversial weapons and 50% for ownership.
- For discretionary mandates and client specific funds, Mori will only apply restrictions following applicable sanctions, rules and regulations. Mori can apply further restrictions and/or
 - a. Implement any exclusion list if agreed with the client.
 - b. If company A is partially owned by company B and company B is involved in controversial behaviour or controversial weapons, Mori will not exclude company A.

Policy governance

Proposals for updates to this ESG policy may be submitted by Mori's compliance officer, Mori's investment committee members and/or members of Mori's management board. Ultimately, any such changes must be approved by Mori's management board to become effective.

Implementation

In accordance with the UNPRI, Mori is committed to the incorporation of ESG considerations into investment analysis, decision-making processes, portfolio companies' policies and business practices. Unless sanctions stipulate specific timelines, ESG policy-based company exclusions apply within three months after the announcement. Possible exceptions on product specific grounds with respect to controversial behaviour exclusions are decided within this period.

4. Protecting investors' interests

Practical guidelines are followed when implementing the terms of this policy:

- Mori's first and main responsibility is to serve the interests of its clients to the best of its ability.
- Exclusion of companies from our investment funds as a result of Mori's ESG policy are not expected to significantly alter the risk-return profile of these funds. Therefore, in the event a company is excluded from our investment funds on the grounds that it breaches any terms of this policy, such company will not be excluded from the benchmarks against which these funds are managed (when applicable).
- The list of excluded companies will be reviewed on a regular basis to verify whether any relevant changes have been made to the company's activities or behaviour. A review of such changes may lead to the exclusion being lifted.

5. Disclaimer

The information contained in this document is a general disclosure on the investment approach and should not be considered as (i) investment advice, (ii) an endorsement or recommendation in a financial product or service, (iii) an offer to sell or a solicitation of an offer to purchase any securities or other financial instruments. It is distributed for information purposes only. It does not constitute an agreement between yourself and Mori nor does it create any legally binding or enforceable obligations on Mori.

Individual investment objectives as well as any individual's personal and financial situation have not been considered either. On no account should the document be regarded as a substitute for the recipient procuring information for oneself or exercising one's own judgments. We therefore expressly point out that this document does not constitute personal investment advice.

The document does not constitute an investment strategy pursuant to Article 3 (1) No. 34 Regulation (EU) No 596/2014 on market abuse (market abuse regulation) nor an investment recommendation pursuant to Article 3 (1) No. 35 Regulation (EU) No 596/2014.

Investment decisions should always be made on the basis of the sales documentation (key investor information, sales prospectus and the current annual report), which provide detailed comments on the opportunities and risks of the financial instrument.

The statements made herein have not been audited by an external party, particularly not an independent auditing firm. All views expressed are those of Mori.

The duplication, publication, extraction or transmission of the contents, irrespective of the form, is not permitted.

ANNEX 1

UN Global Compact Principles

Human rights

Businesses should

- support and respect the protection of internationally proclaimed human rights;
- ensure that they are not complicit in human-rights abuses;

Labour standards

Businesses should uphold

- the freedom of association and the effective recognition of the right to collective bargaining;
- the elimination of all forms of forced and compulsory labour;
- the effective abolition of child labour;
- the elimination of discrimination in respect of employment and occupation;

The environment

Businesses should

- support a precautionary approach to environmental challenges;
- undertake initiatives to promote greater environmental responsibility;
- encourage the development and diffusion of environmentally friendly technologies;

Anti-corruption

Businesses should

- work against corruption in all its forms, including extortion and bribery;

ANNEX 2

OECD Guidelines for Multinational Enterprises

HUMAN RIGHTS

Protection and respect	Policy
Political involvement	Due diligence
Remedy	

LABOUR

Employment relationships	Forced labour
Workers' rights	Child labour
Occupational health and safety	Non-discrimination in employment and occupation
Employing local workers and providing training	Promoting cooperation between employers and workers
Creating employment opportunities	Facilitating training opportunities

ECONOMIC AND BUSINESS ISSUES

Combating bribery and extortion	Involvement in local political activities
Competition	Taxation
Information disclosure	

CONSUMER ISSUES

Consumer interests	Fair marketing
Consumers' health and safety	Consumers' access to complaint and dispute resolution
Protection of personal data and privacy	

COMMUNITY DEVELOPMENT

Local capacity building	Employment opportunities
Training of employees	Employing local workers
Providing education and training	Science and technology

ENVIRONMENT

Precautionary approach	Environmental behaviour
Environmentally sound technologies	Environmental management system
Education and training of employees	Contingency plans