Operating Principles for Impact Management

DISCLOSURE STATEMENT 2024

Finance in Motion (the “Signatory”) hereby affirms its status as a Signatory to the Operating Principles for Impact Management (the “Impact Principles”).

This Disclosure Statement applies to the following assets (the “Covered Assets”) under Finance in Motion’s advisory:

- European Fund for Southeast Europe
- SANAD Fund for MSME
- Green for Growth Fund
- eco.business Fund
- LAGreen Fund

This Disclosure Statement applies to the following assets (the “Covered Assets”) under Finance in Motion’s management:

- Arbaro Fund

The total assets under advisory/management in alignment with the Impact Principles is USD 4 billion as of 31 March 2024.

Sylvia Wisniwski
Managing Director

PRINCIPLE 1

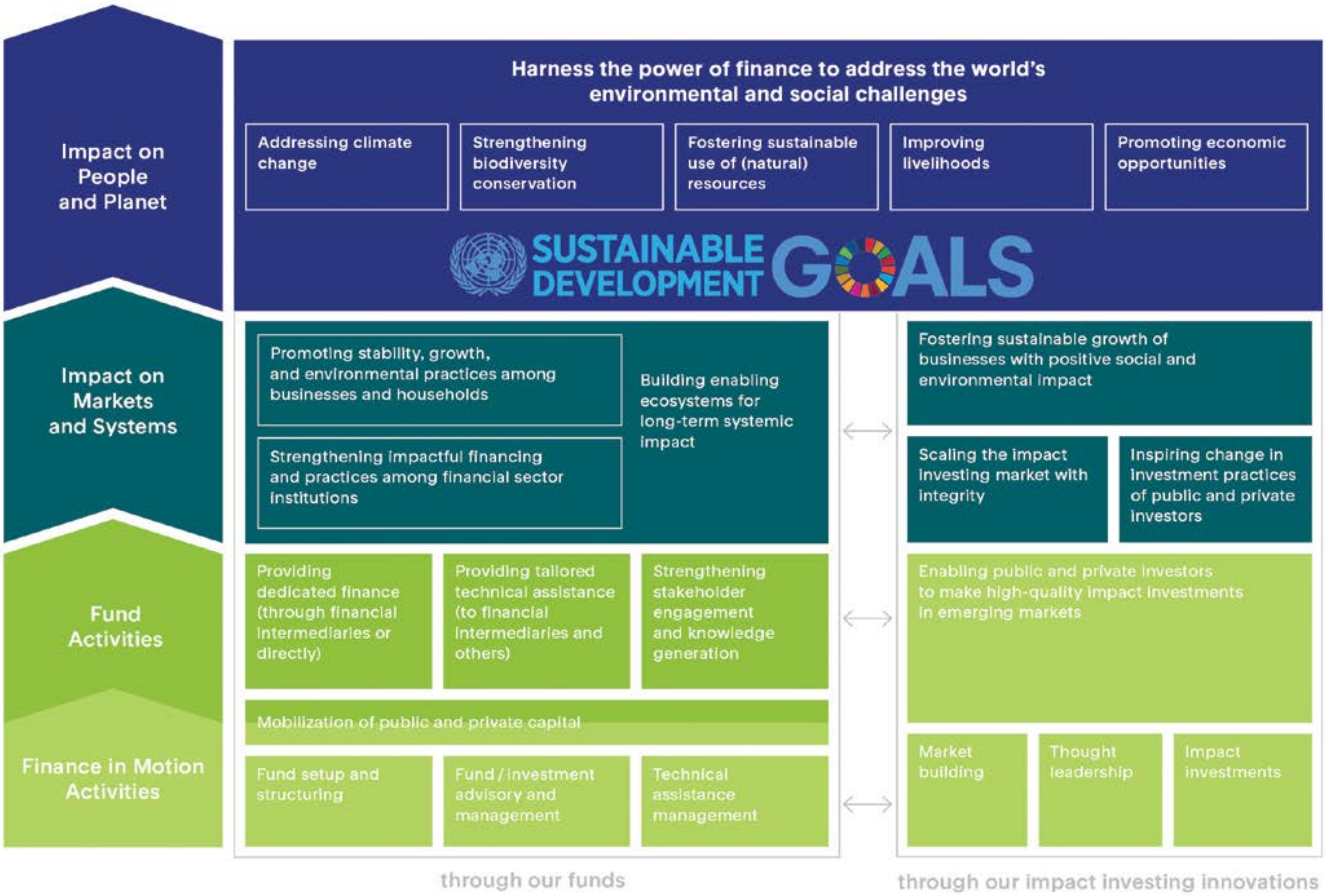
Define strategic impact objective(s), consistent with the investment strategy

The Manager shall define strategic impact objectives for the portfolio or fund to achieve positive and measurable social or environmental effects, which are aligned with the Sustainable Development Goals (SDGs), or other widely accepted goals. The impact intent does not need to be shared by the investee. The Manager shall seek to ensure that the impact objectives and investment strategy are consistent; that there is a credible basis for achieving the impact objectives through the investment strategy; and that the scale and/or intensity of the intended portfolio impact is proportionate to the size of the investment portfolio.

As a **leading impact asset manager**, Finance in Motion focuses exclusively on developing and advising funds whose purpose is to generate positive social and environmental impact alongside a financial return. All funds under Finance in Motion's advisory/management pursue a sustainable investment objective and therefore disclose in line with the requirements of Article 9 of the Sustainable Finance Disclosure Regulation (SFDR)[1]. In addition to the impact to which we contribute through the funds, we, as a company and dedicated impact asset manager, work towards impact by building the impact investing market.

Founded in 2009, Finance in Motion is a **long-standing member of the impact investing community**. In addition to being a signatory of the Operating Principles for Impact Management, Finance in Motion is a signatory to the UN Principles for Responsible Investment (UN PRI) and a member of the GIIN Investors' Council. In 2024, ImpactAssets 50 (IA 50), an annual investor database that features a diversified listing of private capital impact fund managers, named Finance in Motion as an Emeritus Impact Manager for the third consecutive year, recognizing Finance in Motion's inclusion in the IA 50 for at least five years.

Figure 1: Finance in Motion's Pathway to Impact



[1] More details related to Finance in Motion's and our funds' sustainability-related disclosure can be found at: https://www.finance-in-motion.com/our-impact

The funds we advise and manage are active exclusively in emerging markets across five continents, targeting t sectors with a high potential to positively contribute to addressing social and environmental challenges. Their activities are clustered around two thematic categories: (i) Promoting a green economy: channeling capital to green sectors, including sustainable agriculture, sustainable forestry, and renewable energy; and (ii) Promoting entrepreneurship and livelihoods: channeling capital to local businesses and low-income households.

The **"what, why, and how" of achieving impact are defined in the funds' strategy documents,** including the issue documents, investment guidelines, and business plans. Specifically, the funds work towards:

- Addressing climate change
- Strengthening biodiversity conservation
- Fostering the sustainable use of (natural) resources
- Improving livelihoods
- Promoting economic opportunities

In order to achieve their impact objectives, the funds provide public and private debt or private equity financing to financial intermediaries, companies, and projects within their target region, which in turn are required to use the capital in line with the funds' respective impact goals. Advisory and capacity building initiatives accompany a large part of investments to build knowledge and processes required to sustain and scale the impact focus beyond the funds' investments for deep, long-term, systemic impact.

The funds' **impact investment strategies draw on documented evidence** to substantiate their contributions towards the respective impact objective, including:

- The set-up of new funds is accompanied by careful and extensive market studies and stakeholder mapping to ensure a tailored approach to local needs and realities.
- The strategic approach of providing dedicated finance through financial intermediaries is considered particularly effective in building outreach, strengthening local systems, and creating impact at scale.
- In selecting measures to be financed, the funds draw on documented evidence (including from external sources) that supports, for example, the positive effect that access to finance has on promoting economic development or that sustainable forestry has on CO_2 sequestration, which is again recognized as an important contribution to addressing climate change.

The funds' impact objectives and strategies are **aligned with key international development targets:**

- By providing solutions to important social and environmental challenges, they contribute to the Sustainable Development Goals (SDGs). In order to determine their contributions, the funds' activities have been mapped against SDG targets. Contribution to the SDGs is reflected in the funds' impact reporting.
- By supporting activities that promote CO_2 storage and sequestration and reduce energy consumption and as CO_2 emissions, four of the funds work towards the climate goals set out by the Paris Agreement.

Figure 2: SDG mapping

1 NO POVERTY

We improve access to financial services for micro, small, and medium enterprises and low-income households.

2 ZERO HUNGER

We foster sustainable and resilient agriculture practices and increase access to finance for rural producers.

5 GENDER EQUALITY

We contribute to improving gender equality and women's empowerment by facilitating access to financial services and training for women entrepreneurs and women-owned enterprises.

6 CLEAN WATER AND SANITATION

We mitigate water scarcity by promoting sustainable agricultural practices that improve water quality and increase water-use efficiency.

7 AFFORDABLE AND CLEAN ENERGY

We ensure access to sustainable energy by promoting energy savings and fostering renewable energy.

8 DECENT WORK AND ECONOMIC GROWTH

We contribute to economic development by promoting entrepreneurship and supporting micro, small, and medium enterprises.

9 INDUSTRY, INNOVATION AND INFRASTRUCTURE

We advance small-scale industrial enterprises and help develop sustainable forestry and the renewable energy sector.

10 REDUCED INEQUALITIES

We enable income growth among small businesses and the economic inclusion of women, youth, and refugees.

11 SUSTAINABLE CITIES AND COMMUNITIES

We support transport and waste management systems that reduce resource use and pollution.

12 RESPONSIBLE CONSUMPTION AND PRODUCTION

We foster the sustainable management of natural resources and reduced waste generation.

13 CLIMATE ACTION

We mobilize green finance and build capacity, especially in terms of greening financial sector practices.

14 LIFE BELOW WATER

We promote sustainable practices in fisheries and aquaculture.

15 LIFE ON LAND

We contribute to sustaining landscapes by fostering sustainable agriculture and forestry.

17 PARTNERSHIPS FOR THE GOALS

We develop and advise blended finance funds that bring together public and private investors, strengthen networks and knowledge exchange, and mobilize funding for the goals.

PRINCIPLE 2

Manage strategic impact on a portfolio basis

The Manager shall have a process to manage impact achievement on a portfolio basis. The objective of the process is to establish and monitor impact performance for the whole portfolio, while recognizing that impact may vary across individual investments in the portfolio. As part of the process, the Manager shall consider aligning staff incentive systems with the achievement of impact, as well as with financial performance.

Impact achievement is managed based on a holistic approach, mitigating potential negative risk and enhancing positive impact. The funds' impact management endeavors to align with international standards and good practices, including the Operating Principles for Impact Management, the IFC Performance Standards, the ICMA Bond Principles, and core responsible finance frameworks, as applicable.[2]

Impact management is integrated into every step of the investment cycle. When selecting investments for our funds, the potential for positive impact is a key factor. During the due diligence process, the alignment of an investment with the fund's strategic impact orientation is carefully reviewed. Only if an investment meets the requirements for financial return and positive impact potential, as well as key environmental and social requirements, will it proceed. Pre-investment assessments also provide an opportunity to identify areas for improvement for which tailored advisory and capacity building measures are then deployed to deepen impact. Impact performance and results are measured and reported across all funds.

Figure 3: Impact Management in Investment Process[3]

Pre-Screening	Due Diligence & Investment Preparation	Monitoring & Management	Reporting
• Confirm alignment with fund impact objective • Conduct initial capacity needs assessment	• Conduct impact assessment • Agree on eligibility criteria for financing • Agree on capacity building measures • Agree on reporting requirements	• Monitor performance based on regular investee reporting • Conduct periodic studies for selected investments • Enhance impact performance through engagement, capacity building and consulting services	• Report aggregated performance on regular basis • Share case studies and lessons learned in Impact Reports

Each fund's impact management approach is aligned with its respective impact objective. For the evergreen funds, for example, the respective **impact objective is operationalized through annual fund performance targets.** These consider both financial and impact targets of quantitative and qualitative nature. Progress is then reported by investees and monitored by fund management and impact teams to analyze portfolio and investee-level impact performance. Quantitative and qualitative impact performance is further communicated through regular publications on the funds' websites and in annual public impact reports.

For our investments through financial intermediaries, we apply an **Impact Scoring Tool** to further strengthen systematic impact assessment and support impact management on a portfolio level. The tool is aligned with industry frameworks, such as the Impact Management Platform's 5 Dimensions of Impact and the Multilateral Development Banks' Framework for Additionality in Private Sector Operations.

The company's Sustainability Committee is the key body to discuss impact and ESG-related strategies, initiatives, and fund performance. It is composed of representatives from relevant internal functions, including top management. At the individual fund portfolio level, impact performance is regularly reviewed and discussed at the respective funds' board of directors' meetings. In addition, impact & sustainability review meetings provide a platform to assess portfolio composition, impact contributions, and strategic developments.

Managing and meeting the **strategic impact goals of the funds under advisory is important to us as a company – and as individuals.** As a fund advisor, our performance fee is based on our funds' impact performance, in addition to meeting financial targets. Consequently, impact-related performance targets also form part of employees' individual annual KPIs.

[2] The following refers to the management of positive impact. For details on the approach to managing negative risk, please refer to Principle 5.
[3] Schematic illustration. Implementation may vary between funds and asset classes.

PRINCIPLE 3

Establish the Manager's contribution to the achievement of impact

The Manager shall seek to establish and document a credible narrative on its contribution to the achievement of impact for each investment. Contributions can be made through one or more financial and/or non-financial channels.[4] The narrative should be stated in clear terms and supported, as much as possible, by evidence.

As a **fund advisor and manager, we regard our contribution to the funds' impact** to include:

- **Fund setup and concept development**: We play an active role in setting up funds, developing concepts, and continuously driving strategy and innovation (for example, by developing a share class to enhance local currency financing) to facilitate investments in emerging markets and address environmental and/or social challenges.
- **Blending public and private capital:** We structure vehicles that allow the utilization of public capital to mobilize additional private funding for emerging markets for impact with scale.
- **Investing in impact:** In addition to our own investments in entities that share our values and vision, Finance in Motion has itself invested in all funds under our advisory/management.
- **Engaging in long-term partnerships:** Finance in Motion's geographical presence across the investment regions not only results in a strong market understanding but also facilitates a continuous dialogue with the funds' current and potential investees.
- **Sector and regional expertise:** Finance in Motion's team brings to the table specialized expertise, ranging from energy and resource efficiency to sustainable agriculture and financial inclusion. This expertise is applied throughout the investment cycle and, along with the strong local knowledge of our regional presence, enables us to fine-tune strategies and provide targeted support to our partners.

At the fund level, the **funds contribute to the achievement of impact** through both financial and non-financial channels, including:

- **Grow new/undersupplied capital markets:** The funds contribute to building and establishing new or underserved sectors and markets by providing debt or equity financing.
- **Additionality through financing conditions:** The funds provide financing at conditions that are additional to what is available in the market, e.g., at longer tenures or in local currency.
- **Signaling that impact matters:** By stipulating clear requirements in terms of target group focus and reach, including regular reporting on the use of proceeds, the funds support or strengthen the investees' focus on certain target groups.
- **Combining targeted investments with customized advisory and capacity building:** Investments are often accompanied by tailored advisory and capacity building which can be directed at the investee and final client level. This provides an opportunity for continuous and active engagement with the investees and contributes towards systemic impact.

Against this framework, the **particular impact contribution of a specific investment is assessed during the due diligence phase**. During the investment preparation process, we also identify and agree on opportunities to enhance our contribution to impact: for example, through capacity building or a board seat to drive the strategy and development of equity investees.

We also strive to build enabling ecosystems, recognizing that financing is crucial but not in itself wholly sufficient for markets and individuals to thrive. The funds, therefore, aim to support the systemic factors that contribute to development, such as a conducive regulatory environment, sector knowledge-sharing, availability of support organizations, and sustainable industry practices.

The assessment of our expected contribution to the achievement of impact is supported by evidence generated through investee case studies, end-borrowers surveys, and as fund and third-party impact studies.

[4] For example, this may include: improving the cost of capital, active shareholder engagement, specific financial structuring, offering innovative financing instruments, assisting with further resource mobilization, creating long-term trusted partnerships, providing technical/market advice or capacity building to the investee, and/or helping the investee to meet higher operational standards.

PRINCIPLE 4

Assess the expected impact of each investment based on a systematic approach

For each investment, the Manager shall assess in advance and, where possible, quantify, the concrete, positive impact[5] potential deriving from the investment. The assessment should use a suitable results measurement framework that aims to answer these fundamental questions: (1) What is the intended impact? (2) Who experiences the intended impact? (3) How significant is the intended impact?[6] The Manager shall also seek to assess the likelihood of achieving the investment's expected impact. In assessing the likelihood, the Manager shall identify the significant risk factors that could result in the impact varying from ex-ante expectations. In assessing the impact potential, the Manager shall seek evidence to assess the relative size of the challenge addressed within the targeted geographical context. The Manager shall also consider opportunities to increase the impact of the investment. Where possible and relevant for the Manager's strategic intent, the Manager may also consider indirect and systemic impacts. Indicators shall, to the extent possible, be aligned with industry standards[7] and follow best practice[8].

The impact assessment work is guided by each fund's impact objective and specific Theory of Change, according to which **a specific set of key impact indicators[9]** has been identified. For our funds under advisory, the Theory of Change considers both the direct impact on the investee (for example, by improving capacity to serve the micro, small, and medium enterprises [MSME] sector) as well as the indirect, systemic impacts on or through the investee's end-clients (such as biodiversity conservation through implementation of green business practices). These impacts are monitored throughout the investment period.[10]

Assessing the positive impact potential of a specific investment **starts in the pre-investment phase:**

- During the **screening phase**, the investee's alignment with the funds' requirements is assessed, including environmental and social management and responsible finance practices as well as potential outreach to the target group. This already narrows down the investment universe.
- During the **due diligence phase**, the expected direct and indirect impact is assessed following a structured approach, including considering the Impact Management Platform's 5 Dimensions of Impact. These assessments also take into account opportunities to further increase the impact (e.g. through capacity building). Potential negative impacts are assessed as a part of the due diligence on environmental & social risks.[11]

Findings are summarized in the investment proposal using a guiding structure.

Investment decisions are guided and approved by the investment committees or boards of the funds under advisory. The members of these committees represent a diverse institutional and thematic background, including representatives of development finance institutions.

[5] Focus shall be on the material social and environmental impacts resulting from the investment. Impacts assessed under Principle 4 may also include positive ESG effects derived from the investment.
[6] Adapted from the Impact Management Project (www.impactmanagementproject.com).
[7] Industry indicator standards include HIPSO (https://indicators.ifipartnership.org/about/); IRIS (iris.thegiin.org); GIIRS (http://b-analytics. net/giirs-funds); GRI (www.globalreporting.org/Pages/default.aspx); and SASB (www.sasb.org), among others.
[8] International best practice indicators include SMART (Specific, Measurable, Attainable, Relevant, and Timely), and SPICED (Subjective, Participatory, Interpreted & communicable, Cross-checked, Empowering, and Diverse & disaggregated), among others.
[9] To the extent feasible, these indicators are aligned with relevant IRIS+ indicators.
[10] See details under Principle 6.
[11] See details under Principle 5.

PRINCIPLE 5

Assess, address, monitor, and manage potential negative impacts of each investment

For each investment, the Manager shall seek, as part of a systematic and documented process, to identify and avoid, and if avoidance is not possible, mitigate and manage, Environmental, Social, and Governance (ESG)[12] risks. Where appropriate, the Manager shall engage with the investee to seek its commitment to take action to address potential gaps in current investee systems, processes, and standards, using an approach aligned with good international industry practice.[13] As part of portfolio management, the Manager shall monitor investees' ESG risk and performance, and where appropriate, engage with the investee to address gaps and unexpected events.

Finance in Motion takes a **holistic approach to impact management**, combining managing and mitigating any potential negative impact with enhancing the positive impacts. Compliance with a standard set of environmental and social (E&S) criteria, good governance, and responsible finance practices are key parameters when selecting investee companies.

Each fund manages E&S risks through an **Environmental and Social Management System (ESMS), which is tailored to the potential risks** of the fund's activities. The core components of such ESMS are:

- **An E&S Policy**[14], which includes an E&S Exclusion List of activities that the funds will not finance
- **Procedures and tools** to support the implementation of E&S management throughout the investment cycle, such as structured due diligence and reporting questionnaires
- Qualified staff and clear **roles and responsibilities** to ensure an effective implementation

The ESMS guides the funds' investees in undertaking their activities **in a manner consistent with national and international standards and recognized frameworks,** such as IFC Performance Standards and ILO Core Labour Standards.

Similar to the management of positive impact, ESG criteria are **integrated into each step of the investment cycle** (see Figure 4 below):

- Before proposing an investment, **ESG due diligence** is carried out to identify potential negative impacts. Capacities and systems at the investee level are carefully reviewed, and, if required, action plans and improvement measures are agreed upon. The results of this assessment are presented in each investment proposal.
- Once invested, **engagement** with investees is an integral component of the investment process. This engagement often focuses on (but is not necessarily limited to) ESG factors. Where appropriate, capacity building and ESG advisory may be structured.
- **Monitoring** of ESG factors is performed regularly based on the investees' risk profile – e.g., high-risk investees are monitored more intensively, and building on regular **investee reporting** as well as third-party data.

Figure 4: Managing negative impacts throughout the investment cycle[15]

Pre-Screening	Due Diligence & Investment Preparation	Monitoring & Management	Reporting
• Confirm alignment with fund's ESG commitments • Review investee ESG track record	• Assess ESG risks • Assess investee's capacity to manage ESG risks • Agree on E&S action plan (as required) • Agree on ESG undertakings	• Monitor ESG compliance and performance • Monitor implementation of E&S action plans • Monitor media/relevant databases • Provide E&S related capacity building	• Report to the Board of Directors and shareholders

[12] The application of good ESG management will potentially have positive impacts that may or may not be the principal targeted impacts of the Manager. Positive impacts resulting from ESG matters shall be measured and managed alongside with, or directly embedded in, the impact management system referenced in Principles 4 and 6.
[13] Examples of good international industry practice include: IFC's Performance Standards (www.ifc.org/performancestandards), IFC's Corporate Governance Methodology (www.ifc.org/cgmethodology), the United Nations Guiding Principles for Business and Human Rights (www.unglobalcompact.org/library/2), and the OECD Guidelines for Multinational Enterprises (http://mneguidelines.oecd.org/ themes/human-rights.htm).
[14] For an example, refer to the GGF's E&S Policy: https://www.ggf.lu/fileadmin/user_upload/Publications/EnS_Policy/GGF_E_S_Policy_Dec_2022.pdf
[15] Schematic illustration. Implementation may vary between funds and asset classes.

Monitor the progress of each investment in achieving impact against expectations and respond appropriately

The Manager shall use the results framework (referenced in Principle 4) to monitor progress toward the achievement of positive impacts in comparison to the expected impact for each investment. Progress shall be monitored using a predefined process for sharing performance data with the investee. To the best extent possible, this shall outline how often data will be collected; the method for data collection; data sources; responsibilities for data collection; and how, and to whom, data will be reported. When monitoring indicates that the investment is no longer expected to achieve its intended impacts, the Manager shall seek to pursue appropriate action.[16] The Manager shall also seek to use the results framework to capture investment outcomes.[17]

Following due diligence, **impact monitoring accompanies all investments** alongside financial monitoring. In order to assess progress against performance targets and gauge final impacts on people and planet, **the funds combine a number of data sources,** including:

- **Fund & portfolio monitoring:** Data at the fund level covers a range of data points on the funds' activities related to resource mobilization, financing, and technical assistance.
- **Investee reporting:** The funds' investees are contractually required to report on a set of predefined (financial and non-financial) indicators, on a quarterly or semi-annual basis, that allow for an understanding of how the funds are being used and who they are reaching. This information is used for continuous monitoring of use of proceeds and outreach to the target group. To collect data from a large number of investees across five continents, including details on the individual active loans that are on-lent from the funds' financing in the case of financial intermediaries, we have developed special software solutions to facilitate collecting and analyzing the data. The requirement for regular reporting also creates an opportunity to raise awareness for funds' key commitments and objectives and builds lasting capacities within the investees. We draw on the issuer use-of-proceeds allocation and impact reporting for bond investments.
- **Third-party data:** External parameters and studies are utilized to inform underlying impact assumptions and model final impacts on people and planet.
- **Studies:** The funds conduct in-depth (impact) studies and collaborate on external assessments to collect additional quantitative and qualitative information to inform underlying assumptions of the respective Theory of Change and better understand the funds' impact mechanisms and the scale of their final impact on people and planet.
- **On-site visits:** Finance in Motion's staff operate from 16 offices around the world. This local presence allows for regular site visits and ongoing exchange with our investees and enables us to incorporate on-the-ground knowledge of regional market needs into the funds' investment strategies.

Throughout the investment cycle, we use this data to **confirm if financing is being used for its intended and agreed-upon purpose and to monitor impact performance.**

Should an investee not comply with the contractually agreed use of proceeds, the funds reserve the right to reclaim that financing. Alternatively, the funds may conduct a corrective action plan together with the investee to ensure the use of financing in line with the fund's impact mission.

Figure 5: Impact Monitoring & Assessment Approach

[16] Actions could include active engagement with the investee; early divestment; adjusting indicators/expectations due to significant, unforeseen, and changing circumstances; or other appropriate measures to improve the portfolio's expected impact performance.
[17] Outcomes are the short-term and medium-term effects of an investment's outputs, while the outputs are the products, capital goods, and services resulting from the investment. Adopted from OECD-DAC (www.oecd.org/dac/).

PRINCIPLE 7

Conduct exits considering the effect on sustained impact

When conducting an exit,[18] the Manager shall, in good faith and consistent with its fiduciary concerns, consider the effect which the timing, structure, and process of its exit will have on the sustainability of the impact.

A central pillar of the funds' strategy to facilitate long-lasting change beyond imminent impact is integrating impact orientation into investees' business approach by, e.g., building experience in providing financing to a specific target group, supporting product development, and building investee capacities.

Our funds largely provide debt capital to support our investees in expanding their impactful lending portfolio. As such, **our exit is already built into the investment decision.** In structuring the investment, however, the funds under advisory consider, for example, the tenor of the loan that would best contribute to achieving the impact objective.

The funds apply a long-term partnership approach to accompany impactful investees in their transformation. This is why in many cases, we **renew and increase our financing** to a particular investee. These top-ups are done in step with the growth of our investee and its portfolio. Related investment decisions are informed by a review of past performance and our investees' development and continued impact alignment. The Impact Scoring is applied across the entire investment lifecycle.

For **equity investments,** the funds strive to establish **long-lasting impact that is sustained after exit.** Therefore, impact considerations form a key focus when investments reach the exit stage, striving to ensure the right balance between responsible exit, sustainability of the investee's business model, and relevant fiduciary concerns. The results of this assessment will be reflected in the exit memorandum, which is presented to the Equity Investment Committee of the respective fund for final decision. These considerations are informed by criteria set for the company at the stage of investment.

[18] This may include debt, equity, or bond sales, and excludes self-liquidating or maturing instruments.

PRINCIPLE 8

Review, document, and improve decisions and processes based on the achievement of impact and lessons learned

The Manager shall review and document the impact performance of each investment, compare the expected and actual impact, and other positive and negative impacts, and use these findings to improve operational and strategic investment decisions, as well as management processes.

We conduct **studies on the effects of investments** on investee clients as well as the funds' contribution, often in collaboration with external research companies. These studies review effects contributed to by the funds through both quantitative and qualitative data and support the identification of lessons learned. In addition, we contribute to external evaluations, often conducted by or on behalf of public investors.

The impact management system provides **a feedback loop and allows us to gain insights and learnings to calibrate our strategy** and planning for deeper, broader impact. Priority areas and strategy are regularly discussed in our internal review meeting as well as in the funds' committee meetings.

Lessons learned are used, for example, to:

- **Inform portfolio composition** to address the diverse needs of our target group and work towards the full range of intended impact, our portfolio needs to include various types of investee institutions. In terms of employment support, for example, our impact studies show that small enterprises are more likely to create jobs while microenterprises are more likely to support self-employment. Therefore, we aim to achieve a portfolio balance of institutions that support microenterprises as well as those that strengthen the SME sector.
- **Facilitate scaling of innovations across the portfolio** or the funds, as in the case of a share class specially devised for local currency financing. After launching this instrument in one fund and observing its solid impact, we worked with our investors to introduce it to two additional funds.
- **Guide expansion into new regions and activities** with an evidence-backed impact agenda. One example is financial technology: Having piloted and reviewed the potential of fintech innovations for our target groups, some of our funds under advisory now support financial institutions in identifying and implementing fintech in their operations.

In addition, **we share our lessons and insights** with a broader audience and the impact investing industry, for example, through the Finance in Motion Impact Investment Report[19], the funds' impact reports[20], and our participation in industry working groups.

Please see the respective fund websites for the impact reports.

[19] https://www.finance-in-motion.com/publications/
[20] For example, find the EFSE Impact Report here: https://www.efse.lu/fileadmin/user_upload/efse/5_impact/sektion_7__read_more_about_our_imapct/EFSE_IR_2023.pdf

PRINCIPLE 9

Publicly disclose alignment with the Principles and provide regular independent verification[21] of the alignment.

The Manager shall publicly disclose, on an annual basis, the alignment of its impact management systems with the Principles and, at regular intervals, arrange for independent verification of this alignment. The conclusions of this verification report shall also be publicly disclosed. These disclosures are subject to fiduciary and regulatory concerns.

As an impact asset manager, we are **committed to transparent and accountable impact management**. This Disclosure Note demonstrates the alignment of our impact management approach with the Impact Principles and will be updated annually.

In accordance with the requirement that signatories submit to an independent verification, Finance in Motion conducted the first external verification in fall 2021, followed by a second verification in fall 2023. These verifications were conducted by BlueMark, a specialized provider of impact verifications. The results of the verifications can be found on our website[22]. Generally, verifications will be conducted periodically, at least every three years.

[21] The independent verification may be conducted in different ways, i.e., as part of a financial audit, by an independent internal impact assessment committee, or through a portfolio/fund performance evaluation. The frequency and complexity of the verification process should consider its cost, relative to the size of the fund or institution concerned, and appropriate confidentiality
[22] https://www.finance-in-motion.com/publications/

BLUE MARK

Verifier Statement

Independent Verification Report

Prepared for Finance in Motion: October 20, 2023

Introduction

As a signatory of the Operating Principles for Impact Management (the Impact Principles)[1], Finance in Motion engaged BlueMark to undertake an independent verification of the alignment of Finance in Motion's impact management (IM) system with the Impact Principles. Finance in Motion's assets under management covered by the Impact Principles (Covered Assets) totals $3.4 billion[2], for the year ending 12/2023.

Summary assessment conclusions

BlueMark has independently verified Finance in Motion's extent of alignment with the Impact Principles. Key takeaways from BlueMark's assessment are as follows:

Principle 1: Finance in Motion's strategic focus on promoting a green economy and improving entrepreneurship and livelihoods is clearly delineated into five impact objectives, each of which are aligned with the SDG sub-targets and measurable indicators. The firm has also developed fund-specific theories of change, which are backed with evidence.

Principle 2: Finance in Motion implements a consistent impact management process, using proprietary scoring and data management tools to assess and monitor impact across the portfolio. Tools and processes are contextualised by impact theme and asset class. Impact performance is linked to staff incentive systems.

Principle 3: Finance in Motion clearly articulates its financial and non-financial contribution to the expected impact of each investment, aligning intended activities with the Impact Management Project's guidelines. Activities are validated by third-party evidence, including impact studies and external reviews.

Principle 4: Finance in Motion has a consistently applied process to assess the expected impact of each investment, differentiated by asset class and impact theme. All potential investments are evaluated in line with the Impact Management Project's five dimensions of impact using standardised scoring tools and due-diligence questionnaires.

Principle 5: Finance in Motion integrates ESG considerations across all stages of the investment lifecycle, including ex-ante assessments of material risks and investment-level action plans to support risk mitigation. Progress is monitored using quarterly reports and/or annual questionnaires, and tailored technical assistance supports cases of underperformance.

Principle 6: Finance in Motion monitors the impact of each investment against predefined KPIs as well as expected impact potential (estimated by standardised scoring tools) on a quarterly basis. This is supplemented by impact studies, external evaluations, and rapid assessments with end-beneficiaries to evaluate actual impact achieved.

Principle 7: Finance in Motion outlines their process for considering sustainability of impact at the point of exit for debt, equity, and ongoing partnerships. Exit scorecards are developed for debt investments and exit questionnaire findings are inputted into Exit Memorandum's for equity investments; which include considerations related to potential buyers.

Principle 8: Finance in Motion's systematic impact review process captures investee impact performance against predefined targets alongside progress against key action items, which are aggregated to inform firm-wide progress. Additionally, Finance in Motion has clear evidence of changes made to strategic decisions based on lessons learned.

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[1] Principle 9 states that signatories "shall publicly disclose, on an annual basis, the alignment of its impact management systems with the Impact Principles and, at regular intervals, arrange for independent verification of this alignment. The conclusions of this verification report shall also be publicly disclosed. These disclosures are subject to fiduciary and regulatory concerns."

[2] Assets under management figure as disclosed by Finance in Motion to BlueMark as of 10/2023. BlueMark's assessment did not include verification of the AUM figure.

Verifier Statement

Independent Verification Report

Prepared for Finance in Motion: October 20, 2023

Detailed assessment conclusions

The chart below summarizes findings from BlueMark's verification of Finance in Motion's extent of alignment to the Impact Principles, using the following four ratings: [3]

- Advanced (Limited need for enhancement);
- High (A few opportunities for enhancement);
- Moderate (Several opportunities for enhancement); and
- Low (Substantial enhancement required).[4]

Principle	Alignment
1. Define strategic impact objective(s), consistent with the investment strategy	ADVANCED
2. Manage strategic impact on a portfolio basis	ADVANCED
3. Establish the Manager's contribution to the achievement of impact	ADVANCED
4. Assess the expected impact of each investment, based on a systematic approach	ADVANCED
5. Assess, address, monitor, and manage potential negative impacts of each investment	ADVANCED
6. Monitor the progress of each investment in achieving impact against expectations and respond appropriately	ADVANCED
7. Conduct exits considering the effect on sustained impact	ADVANCED
8. Review, document, and improve decisions and processes based on the achievement of impact and lessons learned	ADVANCED

[3] The scope of BlueMark's assessment procedures does not include the verification of the resulting impacts achieved. BlueMark's assessment is based on its analyses of publicly available information and information in reports and other material provided by Finance in Motion. BlueMark has relied on the accuracy and completeness of any such information provided by Finance in Motion. The assessment results represent BlueMark's professional judgment based on the procedures performed and information obtained from Finance in Motion.
[4] The decision to publicly disclose the results of BlueMark's detailed assessment, and the specific ratings assigned to each Principle, is left to the sole discretion of Finance in Motion.

Verifier Statement

Independent Verification Report

Prepared for Finance in Motion: October 20, 2023

Assessment methodology and scope

Finance in Motion provided BlueMark with the relevant supporting documentation for the policies, processes, and tools related to the IM system applicable to the Covered Assets. The scope of BlueMark's work was limited to processes in place related to the Covered Assets as of October 2023. BlueMark's assessment of the IM system included an evaluation of both the system itself and supporting documentation, as well as the consistency of the draft disclosure statement with the IM system. BlueMark believes that the evidence obtained in the scope of its assessment is sufficient and appropriate to provide a basis for our conclusions.[5]

BlueMark's full assessment methodology, based on its professional judgment, consisted of:

1. Assessment of the IM system in relation to the Impact Principles, using BlueMark's proprietary rubric, and examining processes and policies against the following criteria:
    - *Compliance* of the IM system with a threshold level of practice;
    - *Quality* of the IM system's design in terms of its consistency and robustness; and
    - *Depth* of sub-components of the system, focused on completeness
2. Interviews with Finance in Motion staff responsible for defining and implementing the IM system;
3. Testing of selected Finance in Motion transactions to check the application of the IM system; and
4. Delivery of detailed assessment findings to Finance in Motion, outlining areas of strong alignment and recommended improvement, as well as BlueMark's proprietary benchmark ratings on the extent of alignment to each of the Impact Principles.

Permissions

This statement, including our conclusions, has been prepared solely for Finance in Motion in accordance with the agreement between our firms, to assist Finance in Motion in fulfilling Principle 9 of the Operating Principles for Impact Management. We permit Finance in Motion to disclose this statement in its entirety online, or to furnish this statement to other interested parties to demonstrate Finance in Motion's alignment with the Operating Principles for Impact Management. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Finance in Motion for our work or this statement except where terms are expressly agreed between us in writing.

About BlueMark

BlueMark, a Tideline company, is a leading provider of impact verification services in the impact investing market. BlueMark was founded with a mission to "strengthen trust in impact investing" and to help bring more accountability to the impact investment process. BlueMark is a wholly owned subsidiary of Tideline Advisors, LLC, a certified women-owned advisory firm in impact investing. Since its founding in 2014, Tideline has become a recognized leader in impact measurement and management, working with leading asset owners and managers to design and implement impact management systems.

BlueMark has conducted this verification with an independent and unconflicted team experienced in relevant impact measurement and management issues. BlueMark has implemented a Standard of Conduct requiring our employees to adhere to the highest standards of professional integrity, ethics, and objectivity in their conduct of business activities.

BlueMark has office locations in London, UK; New York, NY; Portland, OR; and San Francisco, CA and is headquartered at 915 Battery St, San Francisco, CA 94111, USA. For more information, please visit www.bluemarktideline.com.

[5] The scope of BlueMark's assessment procedures does not include the verification of the resulting impacts achieved. BlueMark's assessment is based on its analyses of publicly available information and information in reports and other material provided by Finance in Motion. BlueMark has relied on the accuracy and completeness of any such information provided by Finance in Motion. The assessment results represent BlueMark's professional judgment based on the procedures performed and information obtained from Finance in Motion.

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