



PRIVATE RI REPORT 2016

Charterhouse Capital Partners LLP





About this report

This report is an export of the individual Signatory organisation responses to the PRI Reporting Framework during the 2016 reporting period. It shows your responses to all completed indicators, even those you chose to keep private. It is designed for your internal review or – if you wish - to share with your stakeholders. The PRI will **not publish** this report on its website. Instead, you will be able to access the public RI Transparency report of your organisation and that of other signatories on the <u>PRI website</u>.

The information is presented exactly as it was reported. Where an indicator offers a response option that is multiple-choice, all options that were available to the signatory to select are presented in this report. Presenting the information exactly as reported is a result of signatory feedback which suggested the PRI not summarise the information. As a result, the reports can be extensive. However, to help easily locate information, there is a **Principles index** which highlights where the information can be found and summarises the indicators that signatories complete and disclose.

Understanding the Principles Index

The Principles Index summarises the response status for the individual indicators and modules and how these relate to the six <u>Principles for Responsible Investment</u>. It can be used by stakeholders as an 'at a glance' summary of reported information and to identify particular themes or areas of interest.

Indicators can refer to one or more Principles. Some indicators are not specific to any Principle. These are highlighted in the 'General' column. When multiple Principles are covered across numerous indicators, in order to avoid repetition, only the main Principle covered is highlighted.

All indicators within a module are presented below. The status of indicators is shown with the following symbols:

| Symbol | Status |
|--------|---|
| ✓ | The signatory has completed all mandatory parts of this indicator |
| Ø | The signatory has completed some parts of this indicator |
| 8 | This indicator was not relevant for this signatory |
| - | The signatory did not complete any part of this indicator. |
| Ъ | The signatory has flagged this indicator for internal review |

Within the table, indicators marked in blue are mandatory to complete. Indicators marked in grey are voluntary to complete.



Principles Index

| | Organisational Overview | | | Principle | | | | | | General | |
|-----------|---|----------|------------------------------------|-----------|----------|---|---|---|---------|----------|--|
| Organis | | | | | Timorpic | | | | Conorai | | |
| Indicator | Short description | Status | Disclosure | 1 | 2 | 3 | 4 | 5 | 6 | | |
| OO 01 | Signatory category and services | ✓ | Public | | | | | | | ✓ | |
| OO 02 | Headquarters and operational countries | ✓ | Public | | | | | | | ✓ | |
| OO 03 | Subsidiaries that are separate PRI signatories | ✓ | Public | | | | | | | ✓ | |
| OO 04 | Reporting year and AUM | ✓ | Public | | | | | | | ✓ | |
| OO 05 | Breakdown of AUM by asset class | * | Asset mix disclosed in OO 06 | | | | | | | √ | |
| OO 06 | How would you like to disclose your asset class mix | ✓ | Public | | | | | | | ✓ | |
| OO 07 | Fixed income AUM breakdown | 8 | n/a | | | | | | | ✓ | |
| OO 08 | Segregated mandates or pooled funds | 8 | n/a | | | | | | | ✓ | |
| OO 09 | Breakdown of AUM by market | ✓ | Private | | | | | | | ✓ | |
| OO 10 | Additional information about organisation | ✓ | Private | | | | | | | ✓ | |
| 00 11 | RI activities for listed equities | 8 | n/a | | | | | | | ✓ | |
| 00 12 | RI activities in other asset classes | ✓ | Public | | | | | | | ✓ | |
| OO 13 | Modules and sections required to complete | ✓ | n/a | | | | | | | ✓ | |

| Strategy | y and Governance | | | | Principle | | | | General | |
|-----------|--|--------|------------|----------|-----------|---|----------|---|----------|---|
| Indicator | Short description | Status | Disclosure | 1 | 2 | 3 | 4 | 5 | 6 | |
| SG 01 | RI policy and coverage | ✓ | Public | | | | | | | ✓ |
| SG 02 | Publicly available RI policy or guidance documents | ✓ | Public | | | | | | ✓ | |
| SG 03 | Conflicts of interest | ✓ | Public | | | | | | | ✓ |
| SG 04 | RI goals and objectives | ✓ | Public | | | | | | | ✓ |
| SG 05 | Main goals/objectives this year | - | n/a | | | | | | | ✓ |
| SG 06 | RI roles and responsibilities | ✓ | Public | | | | | | | ✓ |
| SG 07 | RI in performance management, reward and/or personal development | ✓ | Private | | | | | | | ✓ |
| SG 08 | Collaborative organisations / initiatives | ✓ | Public | | | | ✓ | ✓ | | |
| SG 09 | Promoting RI independently | ✓ | Public | | | | ✓ | | | |
| SG 10 | Dialogue with public policy makers or standard setters | - | n/a | | | | ✓ | ✓ | ✓ | |
| SG 11 | ESG issues in strategic asset allocation | - | n/a | ~ | | | | | | |
| SG 12 | Long term investment risks and opportunity | ✓ | Private | ~ | | | | | | |
| SG 13 | Allocation of assets to environmental and social themed areas | ✓ | Private | ~ | | | | | | |
| SG 14 | ESG issues for internally managed assets not reported in framework | 8 | n/a | | | | | | | ✓ |
| SG 15 | ESG issues for externally managed assets not reported in framework | 8 | n/a | | | | | | | ✓ |
| SG 16 | RI/ESG in execution and/or advisory services | 8 | n/a | ✓ | ✓ | | | | | |
| SG 17 | Innovative features of approach to RI | - | n/a | | | | | | | ✓ |
| SG 18 | Internal and external review and assurance of responses | ✓ | Private | | | | | | | ✓ |

| Direct - | Private Equity | | | Principle | | | | General | | |
|-----------|--|--------|------------|-----------|----------|----------|----------|---------|----------|---|
| Indicator | Short description | Status | Disclosure | 1 | 2 | 3 | 4 | 5 | 6 | |
| PE 01 | Breakdown of investments by strategy | ✓ | Private | | | | | | | ✓ |
| PE 02 | Typical level of ownership | ✓ | Private | | | | | | | ✓ |
| PE 03 | Description of approach to RI | - | n/a | ✓ | | | | | ✓ | |
| PE 04 | Investment guidelines and RI | ✓ | Public | | ✓ | | | | | |
| PE 05 | Fund placement documents and RI | ✓ | Public | ✓ | | | ✓ | | ✓ | |
| PE 06 | Formal commitments to RI | - | n/a | | | | ✓ | | | |
| PE 07 | Incorporating ESG issues when selecting investments | ✓ | Public | ✓ | | | | | | |
| PE 08 | ESG advice and research when selecting investments | ✓ | Private | ✓ | | | | | | |
| PE 09 | ESG issues in investment selection process | ✓ | Public | ✓ | | ✓ | | | | |
| PE 10 | Types of ESG information considered in investment selection | ✓ | Private | ✓ | | ✓ | | | | |
| PE 11 | Encouraging improvements in investees | - | n/a | ✓ | ✓ | | | | | |
| PE 12 | ESG issues impact in selection process | ✓ | Private | ✓ | | | | | | |
| PE 13 | Proportion of companies monitored on their ESG performance | ✓ | Public | | ✓ | | | | | |
| PE 14 | Proportion of portfolio companies with sustainability policy | ✓ | Public | | ✓ | | | | | |
| PE 15 | Actions taken by portfolio companies to incorporate ESG issues into operations | ✓ | Private | | ✓ | | | | | |
| PE 16 | Type and frequency of reports received from portfolio companies | - | n/a | | ✓ | ✓ | | | | |
| PE 17 | Disclosure of ESG issues in pre-exit | - | n/a | | ✓ | | | | | |
| PE 18 | ESG issues affected financial/ESG performance | - | n/a | ✓ | ✓ | | | | | |
| PE 19 | Examples of ESG issues that affected your PE investments | - | n/a | ✓ | ✓ | | | | | |
| PE 20 | Disclosure of ESG information to public and clients/beneficiaries | ✓ | Public | | | | | | ✓ | |
| PE 21 | Approach to disclosing ESG incidents | ✓ | Private | | | | | | ✓ | |

| Closing | g Module | | | | P | rin | | General | | |
|-----------|--|--------|------------|---|---|-----|---|---------|---|----------|
| Indicator | Short description | Status | Disclosure | 1 | 2 | 3 | 4 | 5 | 6 | |
| CM 01 | To what extent has the Reporting Framework captured your implementation of the Principles. | ✓ | n/a | | | | | | | ✓ |
| CM 02 | Suggestions or comments on the Reporting and Assessment process | - | n/a | | | | | | | ✓ |
| CM 03 | Reporting & Assessment contact | ✓ | n/a | | | | | | | ✓ |
| CM 04 | Final review before submission | ✓ | n/a | | | | | | | ✓ |
| CM 05 | Submit your responses | ✓ | n/a | | | | | | | ✓ |
| CM Fin | | - | n/a | | | | | | | |



Charterhouse Capital Partners LLP

Reported Information

Private version

Organisational Overview

PRI disclaimer

This document presents information reported directly by signatories. This information has not been audited by the PRI Secretariat or any other party acting on their behalf. While this information is believed to be reliable, no representations or warranties are made as to the accuracy of the information presented, and no responsibility or liability can be accepted for any error or omission.



Basic Information 00 01 **Mandatory** Gateway/Peering General Select the services you offer. 00 01.1 % of assets under management (AUM) in ranges ○ <10% ○ 10-50% **⊚** >50% \square Fund of funds, manager of managers, sub-advised products ☐ Other, specify ☐ Execution and advisory services Additional information. [Optional] 00 01.2

Charterhouse is an independent private equity house which has invested in European buyouts since the early days of the market in the 1980s. We are owned by our team and focus solely on private equity investing.

| 000 | 2 | Mandatory Peering Ge | neral |
|------|--------------|---|-------|
| | OO 02. | Select the location of your organisation's headquarters. | |
| | United Ki | ingdom | |
| | OO 02. | .2 Indicate the number of countries in which you have offices (including your headquarters). | |
| | 01 | | |
| | ⊚ 2-5 | | |
| | O 6-10 | | |
| | ○ >10 | | |
| | OO 02. | Indicate the approximate number of staff in your organisation in full-time equivalents (FTE). | |
| | | FTE | |
| | 46 | | |
| 00 0 | 3 | Mandatory Descriptive Ge | neral |



00 03.1

Indicate whether you have subsidiaries within your organisation that are also PRI signatories in their own right.

○ Yes

No

OO 04 Mandatory Gateway/Peering General

00 04.1

Indicate the year end date for your reporting year.

31/12/2015

00 04.2

Indicate your total AUM at the end of your reporting year, excluding subsidiaries you have chosen not to report on, and advisory/execution only assets.

| | trillions | billions | millions | thousands | hundreds |
|---------------|-----------|----------|----------|-----------|----------|
| Total AUM | | 5 | 700 | 000 | 000 |
| Currency | EUR | | | | |
| Assets in USD | | 6 | 214 | 173 | 179 |

OO 06 Mandatory Descriptive General

OO 06.1

To contextualise your responses to the public, indicate how you would like to disclose your asset class mix.

- O Publish our asset class mix as percentage breakdown
- Publish our asset class mix as broad ranges

| | Internally managed (%) | Externally managed (%) |
|----------------|------------------------|------------------------|
| Listed equity | 0 | 0 |
| Fixed income | 0 | 0 |
| Private equity | >50% | 0 |
| Property | 0 | 0 |
| Infrastructure | 0 | 0 |
| Commodities | 0 | 0 |
| Hedge funds | 0 | 0 |
| Forestry | 0 | 0 |



| Farmland | 0 | 0 |
|--------------------|---|---|
| Inclusive finance | 0 | 0 |
| Cash | 0 | 0 |
| Other (1), specify | 0 | 0 |
| Other (2), specify | 0 | 0 |

OO 06.2

Publish our asset class mix as per attached image [Optional].

OO 09

Mandatory to Report Voluntary to Disclose

Peering

General

00 09.1

Indicate the breakdown of your organisation's AUM by market.

| Market breakdown | % of AUM | | |
|--|----------------|--|--|
| | 0% | | |
| | ○ <10% | | |
| Developed Markets | O 10-50% | | |
| Developed Markets | ⊚ >50 % | | |
| | ⊚ 0% | | |
| | ○ <10% | | |
| For any in a Forestian and Other Manhata | O 10-50% | | |
| Emerging, Frontier and Other Markets | ○ >50 % | | |

OO 10 Voluntary Descriptive General

00 10.1

Provide any additional information about your organisation, its mission, strategies, activities or investments which are important to contextualise your responsible investment activities.

Charterhouse is highly selective, targeting a small number of investments in companies with attractive fundamentals. It has completed more than 140 transactions worth an aggregate in excess of €50 bn in value, based on its long-held strategy of acquiring well-managed, high quality businesses. Growth is the core driver of its returns, whether achieved organically, by acquisition or through business model transformation.

Partnering with management is key to the Charterhouse investment philosophy. It backs incumbent management teams and provides active support to drive growth in its portfolio businesses. Its success has been built on recognising and rewarding management with equity ownership in each transaction.

Charterhouse believes that the long-term financial success of its portfolio companies can be positively influenced by robust management of environment, social and governance opportunities and risks. As part of the formalisation of its ESG management process, it has established an ESG Committee which meets regularly and is responsible for the oversight of our ESG approach and policy, and the implementation thereof. The ESG Committee members include the Managing Partner as well as representatives of the Investment Team and as such presents a senior management decision-making platform on ESG issues.



The formalisation of the ESG process also includes ongoing monitoring of the ESG opportunities and risks, both at Charterhouse corporate in-house level and at portfolio company / investment level.

Gateway asset class implementation indicators 00 12 **Mandatory Gateway** General Select internally managed asset classes where you implemented responsible investment 00 12.1 into your investment decisions and/or your active ownership practices (during the reporting year) ☑ Private equity ☐ None of the above Gateway 00 13 **Mandatory** General You will need to make a selection in OO 13.1onlyif you have any voluntary modules that you can choose to report on. You are only required to report on asset classes that represent 10% or more of your 00 13.1 AUM. You may report voluntarily on any applicable modules or sections by selecting them from the list below. Core modules ☑ Organisational Overview ☑ Strategy and Governance RI implementation directly or via service providers Direct - Other asset classes with dedicated modules ✓ Private Equity Closing module

☑ Closing module

Charterhouse Capital Partners LLP

Reported Information

Private version

Strategy and Governance

PRI disclaimer

This document presents information reported directly by signatories. This information has not been audited by the PRI Secretariat or any other party acting on their behalf. While this information is believed to be reliable, no representations or warranties are made as to the accuracy of the information presented, and no responsibility or liability can be accepted for any error or omission.



Responsible investment policy

SG 01 Mandatory Core Assessed General

SG 01.1

Indicate if you have an investment policy that covers your responsible investment approach.

Yes

SG 01.2

SG 01.3

Indicate the components/types and coverage of your policy.

Select all that apply

| Policy components/types | Coverage by AUM |
|---|---|
| ☑ Policy setting out your overall approach | Applicable policies cover all AUM |
| ☐ Formalised guidelines on environmental factors | O Applicable policies cover a majority of |
| ☐ Formalised guidelines on social factors | AUM |
| ☐ Formalised guidelines on corporate governance factors | Applicable policies cover a minority of AUM |
| ☑ Asset class-specific guidelines | |
| ☐ Sector specific RI guidelines | |
| ☑ Screening / exclusions policy | |
| ☐ Other, specify (1) | |
| ☐ Other, specify(2) | |

Indicate what norms have you used to develop your RI policy.

| ☑ UN Global Compact Principles |
|--|
| $\hfill\square$ UN Guiding Principles on Business and Human Rights |
| \square Universal Declaration of Human Rights |
| ☐ International Bill of Human Rights |
| ☑ International Labour Organization Conventions |
| ☐ United Nations Convention Against Corruption |

 $\hfill \square$ OECD Guidelines for Multinational Enterprises

☑ Other, specify (1)

other (1) description

ILPA Due Diligence Questionnaire

 $\ensuremath{\,\overline{\!\!\mathcal O}}$ Other, specify (2)



other (2) description PRI ESG Due Diligence Framework ☐ Other, specify (3) ☐ None of the above \bigcirc No SG 02 **Core Assessed** PRI 6 **Mandatory** Indicate which of your investment policy documents (if any) are publicly available. SG 02.1 Provide URL and an attachment of the document. $\hfill\square$ Policy setting out your overall approach ☐ Asset class-specific guidelines ☐ Screening / exclusions policy ☑ We do not publicly disclose our investment policy documents Additional information [Optional]. SG 02.2

SG 03 Mandatory Core Assessed General

SG 03.1

Indicate if your organisation has a policy on managing potential conflicts of interest in the investment process.

Yes

SG 03.2

Describe your policy on managing potential conflicts of interest in the investment process.

Charterhouse is focussed solely on its private equity fund management business. We do not manage other types of funds and nor do we have a corporate advisory business. This enables conflicts of interest to be kept to a minimum. Should any potential conflicts of interest arise, Charterhouse has well established practices and procedures for dealing with such matters.

 \bigcirc No

Objectives and strategies

SG 04 Mandatory Gateway/Core Assessed General



SG 04.1

Indicate if and how frequently your organisation sets and reviews objectives for its responsible investment activities.

O Biannually

Annually

O Less frequently than annually

O Ad-hoc basis

O It is not reviewed

Governance and human resources

SG 06 Mandatory Core Assessed General

SG 06.1

Indicate the roles present in your organisation and for each, indicate whether they have oversight and/or implementation responsibilities for responsible investment.

Roles present in your organisation

| | Board | mam | hare | or | truc | tooc |
|--|-------|-----|------|-----|------|------|
| | DOME | mem | Deis | ()[| HUS | HHS |

- ☑ Chief Executive Officer (CEO), Chief Investment Officer (CIO), Investment Committee
 - ☑ Oversight/accountability for responsible investment
 - ☐ Implementation of responsible investment
 - ☐ No oversight/accountability or implementation responsibility for responsible investment
- $\ensuremath{\,\boxtimes\,}$ Other Chief-level staff or head of department, specify

Charterhouse Partners

- ☑ Oversight/accountability for responsible investment
- ☑ Implementation of responsible investment
- ☐ No oversight/accountability or implementation responsibility for responsible investment
- ☐ Portfolio managers
- □ Investment analysts
- $\hfill\square$ Dedicated responsible investment staff
- ☐ External managers or service providers
- ☑ Investor relations
 - $\ensuremath{\,\boxtimes\,}$ Oversight/accountability for responsible investment
 - ☑ Implementation of responsible investment
 - $\hfill \square$ No oversight/accountability or implementation responsibility for responsible investment
- ☑ Other role, specify

Investment Team Members



| | Other description (1) | | |
|----------------------|--|--|--|
| | ☑ Oversight/accountability for responsible investment | | |
| | nentation of responsible investment | | |
| □ No ove | ersight/accountability or implementation responsibility for responsible investment | | |
| ☑ Other role, | specify | | |
| | | | |
| | Other description (2) | | |
| | | | |
| ESG-persor | n, part-time | | |
| • | n, part-time ght/accountability for responsible investment | | |
| □ Oversi | | | |
| □ Oversi ☑ Implen | ght/accountability for responsible investment | | |

SG 06.2

For the roles for which you have RI oversight/accountability or implementation responsibilities, indicate how you execute these responsibilities.

The RI oversight, accountability and implementation responsibility is executed at various levels within Charterhouse under the supervision of the Charterhouse ESG Committee. The members of the ESG Committee include the Managing Partner (CEO), representatives of the Investment Team, the Firm's Legal Counsel, the Investor Relations Director and the ESG-responsible person. The Committee formulates the Charterhouse ESG approach and policy and oversees its incorporation at all levels of activity within Charterhouse, both in-house as well as at an investment and external / portfolio company level.

Members of the Investment Team are responsible for addressing ESG concerns encountered in potential and current fund portfolio companies. Charterhouse has also shared its ESG approach and policy with various consultants with whom it works to ensure that ESG issues are addressed by those assisting the firm, e.g. in relation to investment due diligence and portfolio company initiatives.

Charterhouse has an investment monitoring committee which reviews each portfolio company on a regular basis and this committee's remit includes the monitoring of ESG matters.

As part of the ESG formalisation process, Charterhouse has assigned an ESG-responsible person who is responsible for the implementation of an ESG monitoring framework both internally and externally. This person is also responsible for the analysis of ESG data gathered from portfolio companies and for assisting with the implementation of the ESG committee recommendations.

| SG 06.3 | Indicate the number of dedicated responsible investment staff your organisation has. |
|---------|--|
| | Number |

SG 07 Voluntary Additional Assessed General

SG 07.1

0.50

Indicate if your organisation's performance management, reward and/or personal development processes have a responsible investment element.

Chief Executive Officer (CEO), Chief Investment Officer (CIO), Investment Committee



| | ☐ Responsible investment KPIs and/or goals included in objectives |
|------|---|
| | ☐ Responsible investment included in appraisal process |
| | ☐ Variable pay linked to responsible investment performance |
| | ☑ Responsible investment included in personal development and/or training plan |
| | ☐ None of the above |
| | |
| Oth | er C-level staff or head of department |
| Cha | rterhouse Partners |
| | \square Responsible investment KPIs and/or goals included in objectives |
| | ☐ Responsible investment included in appraisal process |
| | \square Variable pay linked to responsible investment performance |
| | $\ensuremath{\square}$ Responsible investment included in personal development and/or training plan |
| | ☐ None of the above |
| | |
| Inve | estor relations |
| | Responsible investment KPIs and/or goals included in objectives |
| | ☐ Responsible investment included in appraisal process |
| | ☐ Variable pay linked to responsible investment performance |
| | ☐ Responsible investment included in personal development and/or training plan |
| | □ None of the above |
| Oth | er role |
| | ovestment Team Members |
| | ☐ Responsible investment KPIs and/or goals included in objectives |
| | ☐ Responsible investment included in appraisal process |
| | ☐ Variable pay linked to responsible investment performance |
| | ☑ Responsible investment included in personal development and/or training plan |
| | □ None of the above |
| | |
| Oth | er role |
| Е | SG-person, part-time |
| | ☑ Responsible investment KPIs and/or goals included in objectives |
| | ☐ Responsible investment included in appraisal process |
| | ☐ Variable pay linked to responsible investment performance |
| | $\ensuremath{\boxtimes}$ Responsible investment included in personal development and/or training plan |
| | ☐ None of the above |



SG 07.3

Provide any additional information on your organisation's performance management, reward and/or personal development processes in relation to responsible investment.

Charterhouse has a relatively modest number of Investment Team and Support Team members. This, in practice, manifests in members being responsible for decisions at Charterhouse corporate level which define its ESG approach as well as the actual implementation and monitoring of ESG issues at portfolio level. Charterhouse considers responsible investment an integral part of effective and efficient portfolio management. ESG matters will be among those factors considered during performance assessments of partners and employees undertaken by relevant committees or boards.

| | Promoting responsible investment | | | | |
|------|----------------------------------|-------------|--|--|-------|
| SG 0 | 8 | Ma | ndatory | Core Assessed | PRI 4 |
| | New sele | | n options have been added to this indicator. Ple | ase review your prefilled responses | |
| | SG 08.1 | | Select the collaborative organisation and/or initia member or in which it participated during the repo | | |
| | | | nat apply s for Responsible Investment | | |
| | | | Your organisation's role in the initiative during | the reporting period (see definitions) | |
| | | ☑ B | asic | | |
| | | \square M | loderate | | |
| | | □А | dvanced | | |



Provide a brief commentary on the level of your organisation's involvement in the initiative. [Optional]

We have become a signatory of the PRI in October 2013.

| ☐ AFIC – La Commission ESG |
|---|
| ☐ Asian Corporate Governance Association |
| ☐ Australian Council of Superannuation Investors |
| □ BVCA – Responsible Investment Advisory Board |
| □ CDP Climate Change |
| □ CDP Forests |
| □ CDP Water |
| ☐ CFA Institute Centre for Financial Market Integrity |
| □ Code for Responsible Investment in SA (CRISA) |
| ☐ Council of Institutional Investors (CII) |
| □ ESG Research Australia |
| □ Eumedion |
| □ EVCA – Responsible Investment Roundtable |
| ☐ Extractive Industries Transparency Initiative (EITI) |
| ☐ Global Investors Governance Network (GIGN) |
| ☐ Global Impact Investing Network (GIIN) |
| ☐ Global Real Estate Sustainability Benchmark (GRESB) |
| ☐ Institutional Investors Group on Climate Change (IIGCC) |
| ☐ Interfaith Center on Corporate Responsibility (ICCR) |
| ☐ International Corporate Governance Network (ICGN) |
| ☐ Investor Group on Climate Change, Australia/New Zealand (IGCC) |
| ☐ International Integrated Reporting Council (IIRC) |
| ☐ Investor Network on Climate Risk (INCR)/CERES |
| ☐ Local Authority Pension Fund Forum |
| ☐ Principles for Financial Action for the 21st Century |
| \square Regional or National Social Investment Forums (e.g. UKSIF, Eurosif, ASRIA, RIAA), specify |
| ☐ Shareholder Association for Research and Education (Share) |
| ☐ United Nations Environmental Program Finance Initiative (UNEP FI) |
| ☐ United Nations Global Compact |
| ☑ Other collaborative organisation/initiative, specify |
| PEI Responsible Investment Forum 2015 |



| | | Your organisation's role in the initiative duri | ng the reporting year (see definitions) | |
|----------------------|------------|--|---|-----|
| | ☑ Basid | 2 | | |
| | □ Mode | erate | | |
| | ☐ Adva | anced | | |
| □ Otl | her collab | orative organisation/initiative, specify | | |
| □ Otl | her collab | orative organisation/initiative, specify | | |
| □ Otl | her collab | orative organisation/initiative, specify | | |
| 09 | Manda | atory | Core Assessed | PRI |
| SG 09 | | ndicate if your organisation promotes responsiollaborative initiatives. | ble investment, independently of | |
| ○ Ye | s | | | |
| No |) | | | |
| | | | | |
| | | | | |
| Imple | ementati | ion not in other modules | | |
| | | | | |
| 12 | Manda | atory to Report Voluntary to Disclose | Descriptive | PR |
| SG 12 | | Some investment risks and opportunities arise which of the following you consider. | as a result of long term trends. Indicate | |
| 7 | Changing | demographics | | |
| | Climate ch | | | |
| | Ominate of | | | |
| | SG 12.2 | Indicate which of the following activities climate change risk and opportunity | you have undertaken to respond to | |
| | □ Es | stablished a climate change sensitive or climategy | e change integrated asset allocation | |
| | □ Та | argeted low carbon or climate resilient investm | ents | |
| | □R€ | educed portfolio exposure to emissions intens | ve or fossil fuel holdings | |
| | □ Us | sed emissions data or analysis to inform inves | tment decision making | |
| | □Sc | ought climate change integration by companie | S | |
| | □ Sc | ought climate supportive policy from government | ents | |
| | ☑ Ot | her, specify | | |
| | | | | |
| | | other description | | |
| | Ris | sks and opportunities, where material, are cor | sidered as part of the wider ESG | |
| | | nsiderations both in pre-acquisition diligence | | |
| | □No | one of the above | | |



| | SG 12.3 | Indicate which of the following too opportunities | ls you use to manage emissions risks and | |
|----------------------------|--|--|---|---------|
| | ☐ Carbo | n footprinting | | |
| | □ Scena | ario testing | | |
| | ☐ Disclo | sure on emissions risk to clients/trus | stees/management/beneficiaries | |
| | ☐ Targe | t setting for emissions risk reduction | | |
| | □ Encou | rage internal and/or external portfoli | io managers to monitor emissions risk | |
| | ☐ Emiss manager | | re formalised into contracts when appointing | |
| | Other, | specify | | |
| | | other description | | |
| | | | re considered as part of the wider ESG ence and on-going portfolio company review. | |
| | | of the above | | |
| V | I Resource sca | rcity | | |
| V | Technology d | evelopments | | |
| | Other, specify | v(1) | | |
| | Other, specify | (2) | | |
| | None of the a | bove | | |
| | | | | |
| 00.40 | | to Book (Williams to Block of | | DDI 4 |
| SG 13 | Mandator | y to Report Voluntary to Disclose | Descriptive | PRI 1 |
| SG 13 | Indic | | Descriptive sets to, or manages, funds based on specific | PRI 1 |
| SG ² | 13.1 Indic | ate if your organisation allocates ass | | PRI 1 |
| | 13.1 Indic envir | ate if your organisation allocates ass | | PRI 1 |
| SG ? | 13.1 Indic envir | ate if your organisation allocates ass | | PRI 1 |
| SG ^ ○ Y • N | Indic envir | ate if your organisation allocates ass onmental and social themed areas. | | PRI 1 |
| SG ^ ○ Y • N | 13.1 Indic envir | ate if your organisation allocates ass onmental and social themed areas. | | PRI 1 |
| SG · | Indic envir | ate if your organisation allocates assonmental and social themed areas. | | PRI 1 |
| SG ^ O Y O N | Indicentification of the surance of research Voluntary | ate if your organisation allocates assonmental and social themed areas. sponses | sets to, or manages, funds based on specific Additional Assessed | General |
| SG ^ O Y O N | Indicentification of the surance of reviews Voluntary Indicentification of the surance of the s | ate if your organisation allocates assonmental and social themed areas. sponses | sets to, or manages, funds based on specific | General |
| SG A O Y O N Ass SG 18 | Indicentification of the surance of reviews Voluntary 18.1 Indicentification of the surance of | ate if your organisation allocates assonmental and social themed areas. sponses ate whether your reported information | sets to, or manages, funds based on specific Additional Assessed | General |
| SG ASS | Indicentification of the surance of reviews Voluntary 18.1 Indicentification of the surance of reviews of the surance of the surance of the surance of reviews of the surance of the surance of reviews of the surance of | ate if your organisation allocates assonmental and social themed areas. sponses ate whether your reported information ternal and/or external parties. | sets to, or manages, funds based on specific Additional Assessed | General |
| SG ASS | Indicentification of the surance of reviews Voluntary 18.1 Indicentification of the surance of resurance of | ate if your organisation allocates assonmental and social themed areas. sponses ate whether your reported information ternal and/or external parties. | Additional Assessed on has been reviewed, validated and/or assured and/or assured your reported information. | General |
| SG ASS | Indicentification of the surance of resurance of resuranc | ate if your organisation allocates assonmental and social themed areas. sponses ate whether your reported information ternal and/or external parties. | Additional Assessed on has been reviewed, validated and/or assured and/or assured your reported information. Committee | General |
| SG ASS | Indicentification of the surance of resurance of resuranc | ate if your organisation allocates assonmental and social themed areas. sponses ate whether your reported information ternal and/or external parties. Indicate who has reviewed, validated by Board, CEO, CIO or Investment C | Additional Assessed On has been reviewed, validated and/or assured d and/or assured your reported information. Committee on | General |

other description

The Charterhouse draft PRI report was reviewed by ERM.

 \bigcirc No



Charterhouse Capital Partners LLP

Reported Information

Private version

Direct - Private Equity

PRI disclaimer

This document presents information reported directly by signatories. This information has not been audited by the PRI Secretariat or any other party acting on their behalf. While this information is believed to be reliable, no representations or warranties are made as to the accuracy of the information presented, and no responsibility or liability can be accepted for any error or omission.



| Overview | | | | | |
|--|--|-------------|---|--------------------------------|----|
| PE 01 Mandatory to Report Voluntary to Disclose De | | Descriptive | General | | |
| PE 01 | | .1 | Provide a breakdown of your organisation's in investments by investment strategy. | ternally managed private equit | ty |



| Investment strategy | Percentage of your internally managed private equity holdings (in terms of AUM) | |
|--|---|---|
| Venture capital | >50%10-50%<10%● 0% | |
| Growth capital | >50%10-50%<10%● 0% | |
| (Leveraged) buy-out | >50%10-50%<10%0% | |
| Distressed/Turnaround/Special Situations | >50%10-50%<10%● 0% | |
| Secondaries | >50%10-50%<10%● 0% | |
| Other investment strategy, specify | | >50%10-50%<10%● 0% |
| Other investment strategy, specify | | ○ >50% ○ 10-50% ○ <10% ● 0% |
| Total | 100% | |

PE 02 Mandatory to Report Voluntary to Disclose Descriptive General



PE 02.1 Indicate the level of ownership you typically hold in your private equity investments. • a majority stake (>50%) ○ 50% stake O a significant minority stake (between 10-50%) ○ a minority stake (<10%) O a mix of ownership stakes **Mandatory Core Assessed**

PE 04 PRI 2

PE 04.1

Indicate if your organisation's investment guidelines for private equity refer to responsible

- Our investment guidelines do refer to responsible investment
- Our investment guidelines do not refer to responsible investment
- O We do not have investment guidelines

Fundraising of private equity funds

PE 05 **Mandatory Core Assessed** PRI 1,4,6

PE 05.1

Indicate if your most recent fund placement documents (private placement memorandums (PPMs) or similar) refer to responsible investment aspects of your organisation.

Yes

PE 05.2

Indicate how your fund placement documents (PPMs or similar) refer to the following responsible investment aspects of your organisation:

- ☑ Policy and commitment to responsible investment
- ☐ Approach to ESG issues in pre-investment processes
- ☐ Approach to ESG issues in post-investment processes
- \bigcirc No
- O Not applicable as our organisation does not fundraise

Pre-investment (selection)

PE 07 Mandatory Gateway PRI 1

PE 07.1

During due-diligence indicate if your organisation typically incorporates ESG issues when selecting private equity investments.

Yes



PE 07.2

Describe your organisation's approach to incorporating ESG issues in private equity investment selection.

Charterhouse adopted a formal ESG policy in 2013 following a project undertaken jointly with ERM, a former Charterhouse portfolio company.

Every effort is made during the due diligence phase relating to a target portfolio company to identify all of the potential risks and opportunities, including ESG matters. The Charterhouse investment process requires the Investment Team to confirm the absence of ESG concerns relating to a potential investment or explain what these are and what is being done to address them. Investment Committee papers must address ESG issues, as must any early stage notes about a transaction. Charterhouse has previously rejected transactions due to ESG and reputational concerns.

If ESG concerns are identified at any stage of a transaction, further due diligence is undertaken and, where necessary, specialist consultants may be instructed.

Charterhouse expects portfolio companies to operate in accordance with Charterhouse's ESG principles, ensuring the absence of any ESG conflicting factors. In the event of an ESG conflict arising, Charterhouse expects open communication with portfolio company management such that the conflict can be dealt with quickly and efficiently. Furthermore, in the event that Charterhouse seeks to make improvements to a portfolio company's ESG performance, Charterhouse would expect full cooperation and support from portfolio company management.

O No

PE 08 Voluntary **Descriptive** PRI 1 Indicate whether your organisation typically uses ESG advice and research sourced internally and/or externally when incorporating ESG issues into the private equity investment selection process. PE 08.1 □ Internal staff ☐ External resources ☐ No use of internal or external advice on ESG issues PE 09 **Mandatory Core Assessed PRI 1,3** Indicate which E, S and/or G issues are typically considered by your organisation in the PE 09.1 investment selection process and list up to three typical examples per issue. **ESG** issues ☑ Environmental List up to three typical examples of environmental issues Permitting and compliance Water and waste management Legacy issues such as soil and groundwater contamination issues List up to three typical examples of social issues Health and safety Labour and working conditions



Supply chain management

☑ Governance

List up to three typical examples of governance issues

Poor governance and transparency

Policies protecting employees - Health & Safety, Anti-discrimination

Anti-Bribery & Corruption

PE 10 Voluntary Additional Assessed PRI 1,3

Indicate what type of ESG information your organisation typically considers during your

☑ Raw data from target company

☑ Benchmarks against other companies

☑ Sector level data/benchmarks

☑ Country level data/benchmarks

☑ Reporting standards, industry codes and certifications

☑ International initiatives, declarations or standards

☑ Engagements with stakeholders (e.g. customers and suppliers)

☑ Advice from external resources

☐ Other, specify

 \square We do not track this information

PE 10.2

PE 12.1

PE 10.1

Additional information.

during the reporting year.

Charterhouse considers any ESG issues that may be specific to a potential investment company.

PE 12 Voluntary Additional Assessed PRI 1

Indicate how ESG issues impacted your private equity investment selection processes

☑ ESG issues helped identify risks

□ ESG issues helped identify opportunities for value creation
 ☑ ESG issues led to the abandonment of potential investments

☐ ESG issues were considered but did not have an impact on the investment selection process

☐ Other, specify

☐ We do not track this potential impact



Indicate how ESG issues impacted your private equity investment deal structuring PE 12.2 processes during the reporting year. ☐ ESG issues impacted the investment in terms of price offered and/or paid ☐ ESG issues impacted the terms in the shareholder/purchase agreements and/or lending covenants ☑ ESG issues were considered but did not have an impact on the deal structuring process ☐ Other, specify \square We do not track this potential impact Post-investment (monitoring and active ownership) **PE 13 Mandatory Gateway/Core Assessed** PRI 2 Indicate whether your organisation incorporates ESG issues in investment monitoring of PE 13.1 portfolio companies. Yes Indicate the proportion of portfolio companies where your organisation included ESG PE 13.2 performance in investment monitoring during the reporting year. ○ >90% of portfolio companies ● 51-90% of portfolio companies

○ 10-50% of portfolio companies

○ <10% of portfolio companies

(in terms of total number of portfolio companies)

PE 13.3

Indicate ESG issues for which your organisation typically sets and monitors targets (KPIs or similar) and provide examples per issue.

ESG issues

☑ Environmental

List up to three example targets of environmental issues

Environmental risk

Waste minimisation

Personnel responsible for environmental impact

List up to three example targets of social issues

Employee engagement in internal and external ESG supportive projects

Absence of slavery

Engagement / recruiting from local community



☑ Governance

List up to three example targets of governance issues

Bribery & Corruption policies

Health & Safety of employees

Anti-discrimination policies

☐ We do not set and/or monitor against targets

 \bigcirc No

PE 14 Mandatory Core Assessed PRI 2

PE 14.1

Indicate if your organisation tracks the proportion of your portfolio companies that have an ESG/sustainability-related policy (or similar guidelines).

Yes

PE 14.2

Indicate what percentage of your portfolio companies has an ESG/sustainability policy (or similar guidelines).

- >90% of portfolio companies
- 51-90% of portfolio companies
- 10-50% of portfolio companies
- <10% of portfolio companies
- 0% of portfolio companies

(in terms of total number of portfolio companies)

 \bigcirc No

PE 15 Voluntary Additional Assessed PRI 2

PE 15.1

Indicate the types of actions taken by your portfolio companies to incorporate ESG issues into operations and what proportion of your portfolio companies have implemented these actions.

Types of actions taken by portfolio companies

 $\ensuremath{\,\boxtimes\,}$ Allocate responsibility for ESG issues to board/senior management

Implemented by percentage of portfolio companies

- >90% of portfolio companies
- 51-90% of portfolio companies
- 10-50% of portfolio companies
- <10% of portfolio companies
 </p>
- We do not track this information

(in terms of total number of portfolio companies)



 $\ensuremath{\,\boxtimes\,}$ Composition of board ensure ESG expertise

| Implemented by percentage of portfolio companies |
|--|
| ○ >90% of portfolio companies |
| ○ 51-90% of portfolio companies |
| ○ 10-50% of portfolio companies |
| |
| ○ We do not track this information |
| (in terms of total number of portfolio companies) |
| ☑ Consider ESG issues in risk management processes |
| Implemented by percentage of portfolio companies |
| ○ >90% of portfolio companies |
| ○ 51-90% of portfolio companies |
| ● 10-50% of portfolio companies |
| ○ <10% of portfolio companies |
| ○ We do not track this information |
| (in terms of total number of portfolio companies) |
| ☑ Define performance targets for applicable ESG issues in operations |
| Implemented by percentage of portfolio companies |
| ○ >90% of portfolio companies |
| ○ 51-90% of portfolio companies |
| ● 10-50% of portfolio companies |
| ○ <10% of portfolio companies |
| ○ We do not track this information |
| (in terms of total number of portfolio companies) |
| ☑ Define when engagements with stakeholders should be carried out to discuss ESG issue |
| Implemented by percentage of portfolio companies |
| ○ >90% of portfolio companies |
| ○ 51-90% of portfolio companies |
| ○ 10-50% of portfolio companies |
| |
| ○ We do not track this information |
| (in terms of total number of portfolio companies) |
| ☐ Other actions, specify |
| □ None of the above |



Communication **PE 20 Core Assessed** PRI 6 **Mandatory** Indicate whether your organisation proactively discloses ESG information on your private PE 20.1 equity investments. O Disclose publicly Disclose to investor clients (LPs)/beneficiaries only Indicate the type of ESG information that your organisation proactively discloses to PE 20.5 your clients (LPs)/beneficiaries. ☐ ESG information in relation to our pre-investment activities ☐ ESG information in relation to our post-investment monitoring and ownership activities ☑ Information on our portfolio companies' ESG performance

policy, its ESG approach during the investment cycle, and its monitoring process.

Charterhouse is frequently requested to complete ESG questionnaires which cover its ESG

PE 20.6

Indicate your organisation's typical frequency of disclosing ESG information to your clients(LPs)/beneficiaries.

- O Quarterly or more frequently
- O Biannually

☑ Other, specify

- Annually
- O Less frequently than annually
- Ad-hoc/when requested, specify

LPs frequently request Charterhouse to complete ESG questionnaires as described above.

O No proactive disclosure to the public or to clients (LPs)/beneficiaries

PE 21 Mandatory to Report Voluntary to Disclose Descriptive PRI 6

PE 21.1

Describe your organisation's approach to disclosing ESG incidents in private equity investments to your investor clients (LPs).

Charterhouse has not had to disclose any ESG incidents to LPs.

Portfolio companies are required to report material incidents, including those of an ESG nature to Charterhouse. If appropriate and warranted, Charterhouse would communicate any such incident to the respective LPs, along with, where appropriate, remedial steps to be taken to address such incident.



Charterhouse Capital Partners LLP

Reported Information

Private version

Closing Module

PRI disclaimer

This document presents information reported directly by signatories. This information has not been audited by the PRI Secretariat or any other party acting on their behalf. While this information is believed to be reliable, no representations or warranties are made as to the accuracy of the information presented, and no responsibility or liability can be accepted for any error or omission.



Feedback

CM 01 Voluntary Descriptive General

CM 01.1

Indicate to what extent the PRI reporting framework captures your implementation of the Principles.

Select the most appropriate

- To a large extent
- To a moderate extent
- O To a small extent
- O Not at all

Contact details

CM 03 Mandatory Descriptive General

CM 03.1 Provide a primary and secondary contact person.

Primary contact

| First Name | Tom |
|---------------|--------------------------------|
| Last Name | Patrick |
| Email address | tom.patrick@charterhouse.co.uk |

Secondary contact [optional]

| First Name | Mirja |
|---------------|----------------------------------|
| Last Name | Weidner |
| Email address | mirja.weidner@charterhouse.co.uk |

Final review and submission

CM 04 Mandatory Descriptive General



CM 04.1

Thank you for completing the PRI reporting framework. Click the links below to review how your reported information will be presented in two separate reports: the public RI Transparency Report (to be published on the PRI website) and the Private RI report (confidential, for internal review and use). If you have responded incorrectly to any indicators, please return to these indicators in the Online Reporting Tool and adjust accordingly

Download your reports:

Your private RI report (confidential)

Your public RI Transparency report (to be published on the PRI website)

CM 04.2

Indicate if you give PRI permission to publish your RI Transparency Report. Once your report is submitted, you will not be able to modify your responses and information you have marked as public will automatically be published on the PRI website

• I give the PRI permission to publish any information I have marked as public.

CM 04.3

In addition to the RI Transparency Report, PRI will also produce an individual assessment report providing feedback on your RI implementation activities and progress. This report and the new PRI assessment methodology is being piloted with signatories. PRI will treat your assessment report as confidential and will not publish it. You will receive a copy of your confidential assessment report in July 2016 once the 2016 reporting period ends and submissions from all signatories have been processed. Indicate if you would like to opt-out of receiving your assessment report

- I would like to receive a copy of my confidential pilot assessment report
- O Do not send me a copy of my confidential pilot assessment report

| CM 05 | Mandatory | Descriptive | General |
|-------|-----------|-------------|---------|
| | | | |

You can submit your responses to the PRI reporting framework by clicking "I hereby submit my response" and the "Confirm" button.

☑ I hereby submit my response

