



# Engagement Policy

— 2021 —

# 1. Introduction

This policy outlines the principles for Summa's shareholder engagement and describes how Summa integrates shareholder engagement in its investment strategy, to ensure effective, responsible, and sustainable shareholder engagement. This policy shall be applied in relation to the Funds' investments in Portfolio Companies whose shares are listed on a regulated market. In relation to Summa's investments in other Portfolio Companies, the principles set out below are followed as far as possible.

## 2. Principles for Summa's Shareholder Engagement

### 2.1 Responsible investments and the exercise of shareholder engagement

To create value for investors, Summa's aim is to act as the catalyst in realising long-term profit enhancement for the Funds' investments. A critical factor in successfully creating value is a transparent and aligned approach from entry to exit, taking into account, among other things, ESG factors and sound corporate governance in the Portfolio Companies. Sustainability factors are integrated as tools for value creation in all stages of the investment lifecycle, from finding suitable investments, to screening and evaluation through the ownership period and eventually the sale of the company.

Summa is a signatory of the Principles for Responsible Investments. Among the principles is a commitment to integrate ESG into ownership policies and practices, as well as to seek appropriate ESG disclosures from the companies Summa invests in.

Summa invests solely in companies whose core business contributes positively to one or several sustainability factors. Potential investments are screened against the United Nation's 17 Sustainable Development Goals, and one of Summa's main investment criteria is that the company delivers products or services with a meaningful contribution to one or more of the Sustainable Development Goals. During the due diligence process, Summa also evaluates the company's business strategy, corporate governance and capital structure. Summa seeks through corporate governance to influence its Portfolio Companies as a responsible owner and refrains from investing in companies that do not satisfy Summa's investment criteria.

### 2.2 Means of shareholder engagement and monitoring of Portfolio Companies

As an active owner, Summa will generally vote on all matters at the general meetings. Summa endeavors to always exercise its voting rights in the best interests of the Funds and the investors and in accordance with the investment objectives of the Funds. In cases where the shareholding only represents a very small part of the relevant Fund's total portfolio, or if participation is considered to be of minor importance for the investors, Summa can make exceptions from the principle to participate in general meetings.

Summa's investment team monitors the Funds' investments on a day-to-day basis. Summa will generally be represented on the boards of the Fund's Portfolio Companies, taking an active role in the strategic development of the companies. The investment team will monitor corporate actions in Portfolio Companies through financial and non-financial reporting, notices to general meeting, press releases, regular reporting from Portfolio Companies and through an ongoing dialogue with the board of directors and the senior management of the company (with due regard to insider trading legislation) and, if deemed appropriate, through collaboration with other shareholders.

### **2.3 Collaboration with other shareholders**

In order to influence Portfolio Companies and promote better corporate governance, risk management, performance or disclosure standards and on ESG-related issues, Summa will generally cooperate with other shareholders, if considered to be in the best interest of Summa's investors and with due regard to restrictions under applicable law.

### **2.4 Communication with relevant stakeholders**

As part of the ongoing monitoring, Summa may communicate with relevant stakeholders of its Portfolio Companies in order to obtain further information and opinions that may serve as input in Summa's engagement, if considered to be in the best interest of Summa's investors and with due regard to restrictions under applicable law.

### **2.5 Managing insider information**

In cases where Summa is involved in ownership matters and comes into possession of related insider information, Summa shall always comply with existing rules and regulations regarding market abuse as well as internal routines regarding insider information.

## **3. Conflicts of Interest**

Summa is committed to preventing and managing conflicts arising in connection with Summa's shareholder engagement activities. Summa has a conflict of interest policy in place for the purpose of taking all reasonable steps to prevent and manage conflicts of interest. Should a potential or actual conflict of interest arise, Summa will identify, manage and monitor such conflict in accordance with the conflicts of interest policy and, where appropriate, disclose such conflict to Summa's investors.

## **4. Transparency**

Summa does not expect to publicly disclose on Summa's website how this policy has been implemented and how Summa has exercised voting rights. However, such information may be disclosed upon request. The rationale for this is that the vast majority of Summa's

holdings are unlisted Portfolio Companies. Additionally, Summa is to a large extent bound by confidentiality obligations in relation to its Portfolio Companies.