

DIALOGUE & ENGAGEMENT POLICY

October 2018

A. Scope

This policy applies to investments held by funds for which Quaero Capital SA (the “Company”) has been appointed investment manager and are listed in Annex 1. Where the Company has delegated the investment discretion to its affiliates, the Company will ensure that this policy is applied by its affiliates.

B. Objective

The purpose of this policy is to set out the guidelines for the Company’s shareholder dialogue and engagement activity. This policy is designed to outline the objectives of the activity, as well as the processes and documentation used to store and communicate the activity.

C. Policy

1. General principles

The Company views environmental, social and governance (“ESG”) risks as significant, and therefore as shareholders the Company has a role to play in encouraging greater consideration of these risks by the companies we invest in. Better management of ESG risks leads to better long-term performance.

As responsible investors the Company will start dialogue with holding company management teams, to encourage behaviour and actions that will lead to better company and stock performance. The process is designed to maximise shareholder value.

The Company guiding principles in completing dialogue and engagement is to do so i) in accordance with clients’ best economic interests, ii) when not influenced by conflicts of interest and iii) with consideration of the cost to the funds.

2. Applicable rules

a. Application of this Dialogue & Engagement policy

The Company will initiate a dialogue with a company when it identifies an area of risk, or question about transparency, which the Company believes could be addressed to the benefit of shareholders.

b. Guidelines

Dialogue & Engagement will consist of

- i) Discussions with companies held in the portfolio to better understand ESG risks and opportunities
- ii) Encouragement of companies to provide more data and better transparency on ESG related policies
- iii) Encouragement of companies to better communicate and pursue corrective measures following controversies
- iv) Holding companies to account for their prior commitments related to ESG issues

c. Policy limits

Dialogue & Engagement will not consist of :

- i) Discussions with companies held in the portfolio to interfere or change the course of the company strategy or its management team;
- ii) Requests to hold a seat on the Board of Directors

d. Dialogue and Engagement Process

Dialogue and engagement will be made in combination of the ESG analyst and members of the relevant investment team.

3. Reporting

Dialogue and engagement events will be logged by the ESG analyst, and reported to the Management Committee once a year.

ANNEX 1

Annex 1 – List of funds

- Quaero Capital Funds (Lux) FUNDS - Argonaut Fund
- Quaero Capital Funds (Lux) FUNDS - Smaller European Companies
- Quaero Capital Funds (Lux) FUNDS - New Europe
- Quaero Capital Funds (Lux) FUNDS - Infrastructure Securities
- Quaero Capital Funds (CH) FUNDS – Swiss Companies
- Tiburon Funds Plc – Tiburon Taiko Fund