



**Environmental, Social and  
Governance Integration  
Framework**

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# 1. Overview

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*We aspire to be a partner of choice for investors seeking well performing ESG-integrated portfolios. Integrating ESG considerations in our investing with a view to controlling the risks and capturing the opportunities, developing an ESG reporting framework for our clients, and strengthening engagement with our portfolio companies where possible have become an important part of our business strategy*

## 1.1 Purpose

HPS Investment Partners' objective is to provide creative capital solutions and generate attractive risk-adjusted returns for our clients. We believe a responsible approach to investing which emphasizes a commitment to environmental, social and governance ("ESG") management enhances our ability to control downside risks and volatility in our credit portfolios.

## 1.2 Approach

HPS supports certain global frameworks and has drawn from them, among other sources, to inform ESG Integration Framework. HPS is a signatory to the U.N.-supported Principles for Responsible Investment, ("PRI"), a supporter of the Taskforce on Climate-Related Financial Disclosures, and a signatory of the Standards Board for Alternative Investments ("SBAI").

We seek to examine ESG risks when we review investments for our clients, through the lens of credit investing and the broad scope of credit asset classes in which we invest. In this process, we evaluate the varying degrees of our access to ESG-related information. Where material ESG concerns have been identified, and ESG, ethical or

reputational risks outweigh the mitigating factors or circumstances identified, we may decline the investment or, alternatively, we may look for opportunities to engage with appropriate parties in an effort to mitigate the identified risks.

As part of our framework, we seek to engage with portfolio company management teams and/or private equity sponsors where applicable and practical in an effort to mitigate any identified material ESG risk(s), and aim to help relevant parties assess the possible long-term financial and reputational impacts that could result from a failure to address ESG issues.

We recognize that industry guidelines and best practices for ESG management continue to evolve, so we will review this framework periodically and make updates or changes as appropriate.

## 2. Governance

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*We deploy significant senior internal and external resources in supporting, managing and establishing a governance structure for our ESG integration efforts*

In 2020, HPS established the HPS ESG Forum (“The Forum”). The Forum is tasked with providing input and guidance relating to the integration of the Firm’s ESG Framework. In addition to the Chief Administrative Officer, who chairs the Forum, the ESG Forum is comprised of senior investment and infrastructure professionals, including the Firm’s Chief Financial Officer/Chief Risk Officer, General Counsel and Chief Compliance Officer.

As the Chair of the HPS ESG Forum, the Chief Administrative Officer is primarily responsible for maintaining the ESG framework at the Firm-level, while all HPS investment professionals are jointly responsible for considering and analyzing ESG factors throughout the investment process, as applicable.

HPS professionals from various functional areas across the Firm, including dedicated ESG team members, support HPS’s ESG program. This includes, among other things, providing a centralized function for internal and external inquiries, and

managing data integration and monitoring activities.

In instances where additional ESG subject matter expertise is deemed necessary, HPS may engage and consult with external advisors. Among other topics, such advisors may provide support in the areas of climate foot-printing, data collection, ESG strategy development and regulatory disclosure regimes.

## 3. Implementation Guidelines

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*HPS seeks to assess ESG factors and monitor issuers during the lifecycle of our investments, as applicable, and, where appropriate, engage with issuers and other relevant parties in an effort to mitigate identified material ESG risk(s), consistent with our view that investment risks can stem from material ESG factors including environmental compliance, fair labor practices, data privacy, business ethics and reputational concerns associated with the issuer*

### 3.1. Pre-Investment Review and Evaluation

*We seek to assess ESG factors as part of our investment process, in an effort to identify, and appropriately consider ESG-related risks and opportunities.*

HPS has developed an ESG ratings approach that differs between its private credit and liquid credit business. Factors such as access to management, access to information and corporate reporting influence these two distinct approaches. Our private credit investment teams typically determine internal ESG ratings based on industry specific checklists – and the liquid credit teams utilize external data vendors and desk research, as available, to arrive at an ESG rating. Our ESG-focused assessments on potential portfolio companies, as applicable, may include, among other things, an assessment of risk exposure and performance in various material ESG areas, including, without limitation, anti-bribery, anti-money laundering, occupational safety and health, business ethics,

data privacy, environmental compliance, fair labor practices, diversity and equal opportunity, supply chain issues, and other headline or reputational risks associated with its industry, as applicable to the portfolio company's operations.

As primarily credit investors, our access to ESG-related information will vary depending on the nature of the investment and the access we receive to the management team. As a result, we have designed a tiered ESG due diligence approach that reflects the varying levels of access that we can expect to have across our different strategies, as described below.

**Environmental** sustainability risks may include but are not limited to risks resulting from climate change, emissions and resource management.

**Social** sustainability risks may include but are not limited to risks relating to human rights, labor rights and community impact.

**Governance** sustainability risks may include but are not limited to risks relating to board governance, bribery and corruption and employment practices.

### 3.1.1. Liquid Traded Credit

Liquid credit analysts at HPS endeavor to consider ESG factors in their investments. Although they may not have access to the same level and degree of information as our private credit team, ESG-focused assessments are generally performed for liquid credit investments based on available information. Liquid credit analysts generally review publicly available information and utilize third party systems to run ESG-focused searches for adverse-events.

Moreover, for liquid credit investments in companies with direct exposure or significant adjacencies to HPS's pre-defined list of "High-Risk Areas of Concern", HPS strives to utilize available information collected to further assess related risks. Examples of those high-risk areas of concern include adult entertainment, coal, controversial weapons and firearms, gambling, hydraulic fracturing, mining and extraction, nuclear, tobacco and nicotine, payday lending and private prison operators.

### 3.1.2. Privately Negotiated Credit

In our private credit investment strategies, we may be able to obtain greater information in our investment review process.

Therefore, in addition to leveraging public information and subscription-based databases, HPS seeks to collect information from the management team (either directly or through the private

equity sponsor or other parties) regarding ESG risks.

This additional due diligence process is accomplished through the HPS ESG Checklists, which incorporate industry-specific ESG questions. As part of the final private credit investment approval process, HPS endeavors to highlight material ESG findings, including the completed ESG Checklist, to the applicable IC or portfolio manager. The extent of the information collected through the ESG Checklists depends on the level and degree of information available to HPS in light of its role and scope of investment in a given transaction.

For investments in companies identified in the diligence process as having direct or adjacent exposure to high-risk areas of concern as described above, HPS seeks to conduct an added layer of review using the applicable HPS "High-Risk Areas of Concern Framework" checklist.

### 3.2. Ongoing Monitoring and Stewardship

We endeavor to incorporate ESG considerations in monitoring our existing investments, as appropriate, as part of our ongoing portfolio evaluation and risk management processes.

### **3.2.1. Liquid Traded Credit**

For our liquid credit portfolio companies, HPS utilizes subscription-based databases and other paid services, in an effort to monitor the ESG risks associated with our portfolios on an ongoing basis.

### **3.2.2. Privately Negotiated Credit**

For privately negotiated credit investments, we endeavor to update the HPS ESG Checklists in instances where we make a new financing commitment to an existing portfolio company in accordance with internal protocol. The checklists include key performance indicators, some of which are collected across the portfolio and others that are industry-specific.

If practical, as part of our ESG stewardship, we seek to engage with portfolio company management teams and/or private equity sponsors, where practicable, in an effort to mitigate any identified material ESG risks, and help assess any potential long-term financial and reputational risks that can result from a failure to address ESG issues.

### **3.3. Drawing the Line**

Where high-risk ESG factors are present, and ESG, ethical or reputational risks outweigh any mitigating facts or circumstances, we may decline to make an investment or, alternatively, look for an opportunity to engage with appropriate parties in an effort to help promote long-term solutions and optimize the investment outcome.

## 4. ESG at HPS

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*At HPS, we believe that ESG starts with our Firm and our people*

In addition to incorporating ESG management into our investment process, HPS aims to mitigate ESG risks and adopt best practices in the day-to-day operations of our Firm. To that end, we strive to take proactive measures to identify, manage and improve upon material Firm-level ESG factors including, without limitation, cybersecurity, anti-corruption, anti-money laundering and business ethics.

Our people are our most important asset. As such, we will continue to focus on hiring and retaining the best talent and providing them with a workplace that allows them opportunities for advancement and reward based on merit and performance irrespective of their gender, race, religion, ethnicity or sexual orientation. We are committed to have a diverse workforce across all our businesses.

HPS seeks to educate and train employees on ESG-related issues. The ESG Team endeavors to provide annual ESG-dedicated training to all investment professionals and certain infrastructure professionals at HPS.

Our objective is to provide our employees with a workplace that encourages health and wellness. To that end, we are committed to continually evaluating our workplace for offerings which will enhance the wellbeing of our workforce and further our goal of creating a workplace that all our employees are proud of. These include, but are not limited to, enhancements to our physical facilities, benefits and offerings to our employees and other ways we operate our Firm.



## 5. Sustainable Finance Disclosure Regulation

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*This framework also serves as a summary of the integration of sustainability risks into the investment processes of HPS Investment Partners, LLC (“HPS LLC”) and HPS Investment Partners Luxembourg S.à r.l. (“HPS Lux”), as required by the EU Sustainable Finance Disclosure regulation (the “SFDR”). The Governing Partners of HPS LLC and the Board of Directors of HPS Lux have approved the adoption of sustainability risks policy and processes*

Under the SFDR, “sustainability risk” means an ESG event or condition that, if it occurs, could cause an actual or a potential material negative impact on the value of an investment. HPS LLC and HPS Lux therefore approach sustainability from the perspective of the risk that ESG events might cause a material negative impact on the value of clients’ investments as described above.

The SFDR also requires HPS LLC and HPS Lux to make a statement on whether they consider the principal adverse impacts (“PAIs”) of investment decisions on sustainability factors, in accordance with the specific regime outlined in the SFDR. HPS LLC and HPS Lux have initially opted not to comply with this regime and do not consider the PAIs of their investment decisions on sustainability factors. HPS LLC and HPS Lux are supportive of the policy aims of the PAI regime to improve transparency to clients, investors, and the market but, taking account of the nature of their activities and the types of products they make available, HPS LLC and HPS Lux consider that it would be disproportionate to comply with the specific PAI regime of the SFDR at this

time. However, as HPS LLC has more than 500 employees, it is required to publish a statement on due diligence policies with respect to the principal adverse impacts of investment decisions on sustainability factors in accordance with Article 4(1) of the SFDR. HPS LLC’s statement is in the Appendix to this document.

**Remuneration** HPS LLC and HPS Lux aim to ensure that individual employees' remuneration is consistent with and promotes sound and effective risk management and does not encourage excessive risk-taking. HPS' remuneration practices include an assessment of an individual's performance, based on both quantitative criteria (for example, financial performance of the individual and their business unit) and qualitative criteria (for example, holistic assessment of general adherence to certain policies and procedures). The qualitative criteria used may include, among others, consideration of the employee's contribution to the overall control of downside risk and volatility in the investment portfolios and identification of attractive return opportunities, and variable remuneration may be adjusted accordingly.

*Please note:*

*This framework is dated as of June 2023 and is subject to ongoing change without notice. For prospective investors, this HPS internal framework should not be construed to constitute an HPS fund or account's offering materials. HPS continues to develop separately managed and customized portfolios in order to reflect individual clients' bespoke ESG expectations. For any questions regarding HPS's ESG integration efforts, please contact [esg@hpspartners.com](mailto:esg@hpspartners.com).*

**Appendix**  
**Statement on principal adverse impacts of investment decisions on sustainability factors**

<b>Financial market participant: HPS Investment Partners, LLC (549300IW7540H8HM8F38)</b>
<b>Summary</b> HPS Investment Partners, LLC (549300IW7540H8HM8F38) (“HPS LLC”) <u>does not</u> consider principal adverse impacts of its investment decisions on sustainability factors. However, as HPS LLC exceeded on its balance sheet the criterion of the average number of 500 employees during the 2022 financial year (the “500 employee threshold”), it is required to publish a statement on due diligence policies with respect to the principal adverse impacts of investment decisions on sustainability factors in accordance with Article 4 of Regulation (EU) 2019/2088 (the “SFDR”). The present statement is the consolidated statement on principal adverse impacts on sustainability factors of HPS LLC. This statement on principal adverse impacts on sustainability factors covers the reference period 31 December 2022
<b>Description of the principal adverse impacts on sustainability factors</b> HPS LLC has opted not to consider the principal adverse impacts of its investment decisions on sustainability factors. HPS LLC is supportive of the policy aims of the principal adverse impact regime to improve transparency to clients, investors, and the market but, taking account of the nature of its activities and the types of products it makes available, HPS LLC considers that it would be disproportionate to consider the principal adverse impacts of its investment decisions on sustainability factors at this time.

Indicators applicable to investments in investee companies						
Adverse sustainability indicator		Metric	Impact [year n]	Impact [year n-1]	Explanation	Actions taken, and actions planned and targets set for the next reference period
<b>CLIMATE AND OTHER ENVIRONMENT-RELATED INDICATORS</b>						
Greenhouse gas emissions	1. GHG emissions	Scope 1 GHG emissions	N/A	N/A	N/A	HPS LLC, with the assistance of a third party data service provider, has established a program to collect data on the principal adverse impacts of portfolio companies. HPS LLC will publish aggregate principal adverse impact data on the financial products it manages which are marketed in the EU in its statement on principal adverse impacts published in 2024.
		Scope 2 GHG emissions	N/A	N/A	N/A	
		Scope 3 GHG emissions	N/A	N/A	N/A	
		Total GHG emissions	N/A	N/A	N/A	
	2. Carbon footprint	Carbon footprint	N/A	N/A	N/A	
	3. GHG intensity of investee companies	GHG intensity of investee companies	N/A	N/A	N/A	
	4. Exposure to companies active in the fossil fuel sector	Share of investments in companies active in the fossil fuel sector	N/A	N/A	N/A	
5. Share of non-renewable energy consumption and production	Share of non-renewable energy consumption and non-renewable energy production of investee companies from non-renewable energy sources compared to renewable energy sources, expressed as a percentage of total energy sources	N/A	N/A	N/A		
6. Energy consumption intensity per high impact climate sector	Energy consumption in GWh per million EUR of revenue of investee companies, per high impact climate sector	N/A	N/A	N/A		
Biodiversity	7. Activities negatively affecting biodiversity-sensitive areas	Share of investments in investee companies with sites/operations located in or near to biodiversity-sensitive areas where activities of	N/A	N/A	N/A	

		those investee companies negatively affect those areas				
Water	8. Emissions to water	Tonnes of emissions to water generated by investee companies per million EUR invested, expressed as a weighted average	N/A	N/A	N/A	
Waste	9. Hazardous waste and radioactive waste ratio	Tonnes of hazardous waste and radioactive waste generated by investee companies per million EUR invested, expressed as a weighted average	N/A	N/A	N/A	
<b>INDICATORS FOR SOCIAL AND EMPLOYEE, RESPECT FOR HUMAN RIGHTS, ANTI-CORRUPTION AND ANTI-BRIBERY MATTERS</b>						
Social and employee matters	10. Lack of processes and compliance mechanisms to monitor compliance with UN Global Compact principles and OECD Guidelines for Multinational Enterprises	Share of investments in investee companies that have been involved in violations of the UNGC principles or OECD Guidelines for Multinational Enterprises	N/A	N/A	N/A	HPS LLC, with the assistance of a third party data service provider, has established a program to collect data on the principal adverse impacts of portfolio companies. HPS LLC will publish aggregate principal adverse impact data on the financial products it manages which are marketed in the EU in its statement on principal adverse impacts published in 2024.
	11. Unadjusted gender pay gap	Share of investments in investee companies without policies to monitor compliance with the UNGC principles or OECD Guidelines for Multinational Enterprises or grievance /complaints handling mechanisms to address violations of the UNGC principles or OECD Guidelines for Multinational Enterprises	N/A	N/A	N/A	

	12. Board gender diversity	Average unadjusted gender pay gap of investee companies	N/A	N/A	N/A	
	13. Exposure to controversial weapons (anti-personnel mines, cluster munitions, chemical weapons and biological weapons)	Average ratio of female to male board members in investee companies, expressed as a percentage of all board members	N/A	N/A	N/A	
	14. Lack of processes and compliance mechanisms to monitor compliance with UN Global Compact principles and OECD Guidelines for Multinational Enterprises	Share of investments in investee companies involved in the manufacture or selling of controversial weapons	N/A	N/A	N/A	

**Description of policies to identify and prioritise principal adverse impacts on sustainability factors**

HPS LLC has opted not to consider the principal adverse impacts of its investment decisions on sustainability factors. HPS LLC is supportive of the policy aims of the principal adverse impact regime to improve transparency to clients, investors, and the market but, taking account of the nature of its activities and the types of products it makes available, HPS LLC considers that it would be disproportionate to consider the principal adverse impacts of its investment decisions on sustainability factors at this time.

HPS LLC, with the assistance of a third party data service provider, has established a program to collect data on the principal adverse impacts of portfolio companies. HPS LLC will publish aggregate principal adverse impact data on the financial products it manages which are marketed in the EU in its statement on principal adverse impacts published in 2024.

**Engagement policies**

HPS LLC has opted not to consider the principal adverse impacts of its investment decisions on sustainability factors, including through its engagement policies. However, for private credit investments, where practical, as part of HPS LLC’s broader environmental, social and governance (“ESG”) stewardship, the firm seeks to engage with portfolio company management teams and/or private equity sponsors, where practicable, in an effort to mitigate any identified material ESG risks, and help assess any potential long-term financial and reputational risks that can result from a failure to address ESG issues.

**References to international standards**

HPS LLC has opted not to consider the principal adverse impacts of its investment decisions on sustainability factors, including by reference to international standards. However, HPS LLC is a signatory of the United Nations-supported Principles for Responsible Investment (“PRI”). The PRI is an international global network of asset managers, owners and service providers working together to put responsible investment into practice. The principles, which are voluntary, aim to provide a framework for integrating ESG considerations into investment decision-making and ownership practices.

HPS LLC is a public supporter of the Taskforce on Climate-Related Financial Disclosures (“TCFD”) and the Takforce’s belief that standardized climate-related information will allow companies to incorporate climate-related considerations into their risk management and strategic planning processes. HPS LLC considers the TCFD Recommendations a useful disclosure framework in the assessment of governance, strategy, risk management, metrics and targets in the context of climate change, and as such aspires to report in line with its recommendations.

**Historical comparison**

Not applicable.