



Responsible Investment Policy.

Introduction

SEP is a growth equity firm specialising in enterprise software and technology scale-up companies in the UK and Europe. We believe that a responsible, long-term approach to investment leads to stronger, more resilient businesses and better long-term performance. As a technology-focused investor, we seek to support founders who are developing product-led propositions solving mission critical challenges for enterprise customers, while scaling their companies internationally.

For SEP, responsible investment means working to future-proof the businesses we invest in. We do this by incorporating environmental, social and governance considerations into how we invest and how we work with companies. We see a clear link between responsible business practices and growth - from attracting and retaining talent, to building customer trust and creating sustainable long-term value - and we encourage the companies we partner with to adopt high ethical and business standards across their operations.

At the growth equity inflection point, our capital and expertise can have an outsized impact. We aim to build robust, resilient and sustainable businesses that generate attractive risk-adjusted returns for our investors and deliver benefits to society more broadly.

Purpose

This Policy explains how we integrate responsible investment considerations into SEP's investment activities and internal operations. Its purpose is to:

- promote effective management of sustainability-related risks and opportunities across our investment processes;
- provide a consistent framework for evaluating material factors throughout the investment lifecycle;
- support long-term value creation for our portfolio companies and investors; and
- reinforce our commitment to responsible and ethical business practices.

This Policy applies to all Partners and employees involved in the investment process and to all funds and assets managed by SEP, covering 100% of our discretionary assets under management.

Our Approach

We integrate material environmental, social and governance considerations into our investment decisions and stewardship activities, applying a proportionate approach that reflects our strategy and the scale-up stage of the companies we back. Our Sustainable Growth Framework provides a consistent structure for assessing governance, culture and societal factors, helping us to identify strengths as well as the most material risks and opportunities.

We take an engagement-led approach to stewardship, working in partnership with management teams and boards to strengthen governance, culture and responsible business practices over time. Progress is most effective when action plans are owned by management and aligned with company strategy, and our role is to provide the tools, insight and support to help companies scale responsibly.

We are a long-standing signatory to the UN Principles for Responsible Investment (PRI), and our approach is aligned with the PRI principles on integration, stewardship and transparency. Our work is informed by recognised international frameworks, including the UN Sustainable Development Goals, the Paris Agreement, the OECD Principles of Corporate Governance and the UN Guiding Principles on Business and Human Rights. These frameworks help shape our understanding of evolving sustainability expectations and guide how we integrate responsible investment considerations, including governance, climate and human rights, into our investment processes.

Governance and Accountability

Responsibility for responsible investment sits across all levels of the firm. The Partnership Board has ultimate oversight of this Policy and ensures it remains aligned with our strategy and priorities. The Policy Sponsor is accountable for its effective implementation and provides direction on responsible investment matters on behalf of the Partnership Board.

Day-to-day oversight is delegated to the Responsible Investment Group (“RIG”), which meets quarterly and includes senior partners, the ESG & Sustainability Lead and members of the Investment Team. The RIG monitors how this Policy is implemented, reviews portfolio-level insights, identifies emerging sustainability risks and opportunities, and recommends improvements to our tools, processes and training. The RIG also oversees our approach to climate, human rights and other sustainability-related considerations and reports periodically to the Policy Sponsor on progress and areas for improvement.

Our investment professionals are responsible for integrating relevant sustainability considerations into due diligence, investment approval and stewardship activities. ESG factors are formally incorporated into Investment Committee materials, and material issues, risks and opportunities are considered as part of the investment decision-making.

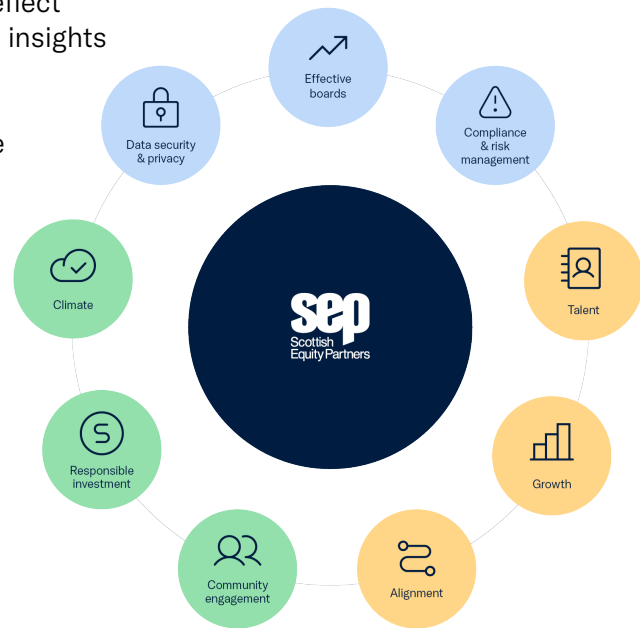
We provide training to Partners and employees to ensure they understand this Policy, the Sustainable Growth Framework and their responsibilities in applying them. Training is refreshed periodically as our approach evolves, helping maintain consistency and capability across the firm.

Sustainable Growth Framework

Our Sustainable Growth Framework (“SGF”) is the primary tool we use to evaluate and support responsible business practices across the portfolio. It is our formal process for identifying and assessing financially material sustainability and governance-related risks and opportunities across all private equity investments.

We review and refine the SGF periodically to reflect emerging trends, regulatory developments and insights from our portfolio. The framework focuses on identifying the environmental, social and governance factors most relevant to enterprise software businesses at the scale-up stage.

The SGF is structured around three core pillars we believe are critical to building resilient, well-governed and scalable organisations: Governance, Culture and Society.



● Governance

A core part of our value proposition is helping companies put in place the governance foundations they need to scale successfully. Within this pillar, we focus on:

- **Effective boards:** boards with the right mix of experience, diversity and independence, supported by clear reporting and decision-making structures.
- **Compliance & risk management:** frameworks that align with applicable laws and regulations and provide clear controls to manage risk.
- **Data security & privacy:** robust cyber and information security practices to protect data and manage risks linked to digital and AI-enabled technologies.

● Culture

A strong, inclusive culture underpins performance, engagement and retention. As companies grow, we support them in strengthening their people practices, with a focus on:

- **Growth:** creating a healthy, inclusive working environment that recognises achievement and supports development.
- **Talent:** attracting, retaining and developing diverse, high-quality teams.
- **Alignment:** fostering engagement with the company’s mission, values and culture through effective communication and incentives.

● Society

We encourage the companies we back to have a positive impact on their customers, stakeholders and the wider communities in which they operate. Our assessment considers:

- **Climate:** understanding and, where relevant, managing environmental impacts, including measuring carbon footprints and identifying opportunities to reduce emissions.
- **Responsible business:** ethical conduct in areas such as customer relationships, supplier practices and data stewardship.
- **Community engagement:** open communication and constructive engagement with communities, charities and industry bodies.

Responsible investment through the investment lifecycle

Sustainability is embedded at every stage of our investment process. While each company is unique, we apply a consistent approach to identifying material risks and opportunities, supporting value creation and tracking progress from initial screening through to exit. The SGF underpins this work at each stage of the investment lifecycle.

Investment phase

We screen all potential investments against our Exclusion List, which includes sectors and business models that do not align with our values or sustainability commitments. This includes screening for serious breaches of the OECD Guidelines for Multinational Enterprises and the UN Global Compact principles.

During due diligence, we assess each company against the SGF to identify the most material governance, culture and societal risks and opportunities. This includes reviewing compliance structures, data and information security practices, people and culture dynamics, environmental impacts and responsible business conduct. Where relevant, this assessment is supplemented with input from external specialists, and findings are summarised in a dedicated ESG due diligence report.

The ESG due diligence report is reviewed in detail by the RIG. Material ESG risks, opportunities and recommended actions are then summarised and incorporated into the main due diligence papers presented to the Investment Committee (IC). ESG considerations form part of the overall investment discussion and decision-making process. Where appropriate, further analysis may be requested or specific actions agreed for implementation following investment.

Any actual or potential conflicts of interest are managed in line with our regulatory obligations and internal governance processes.

Onboarding

Shortly after investment, we conduct a structured diagnostic with senior leadership to assess performance against the SGF and our broader value-creation priorities. This diagnostic identifies focus areas and informs a tailored value creation plan (“VCP”).

The VCP integrates due diligence findings with the company’s strategic objectives and sets out clear ownership, milestones and indicators of progress. It is designed to be practical, proportionate and aligned with the company’s stage of development.

Active Ownership

Throughout our period of ownership, we work closely with management teams to support delivery of the VCP and to monitor progress. Progress is reviewed at board level, providing clear visibility of actions, metrics and outcomes.

Active engagement is central to our stewardship approach. We provide ongoing feedback, support the development of policies, controls and reporting, and raise material issues where necessary. Where risks are not being addressed appropriately, we escalate concerns through formal board discussions or relevant committees to support appropriate action.

We take a hands-on approach to helping companies strengthen their practices. This includes sharing tools and templates, facilitating peer learning across the portfolio, and connecting management teams with relevant advisors and subject-matter experts. We also support companies in improving reporting and responding to evolving regulatory and sustainability expectations.

We assess portfolio companies annually against the SGF to monitor progress over time and benchmark performance across the portfolio. Insights from this engagement inform our stewardship activities and reporting to our own investors.

We also monitor material ESG-related incidents and controversies throughout the period of ownership through regular engagement with management, board reporting and ongoing dialogue. Should any material incidents arise, these are reviewed by the RIG and, where appropriate, escalated to the Policy Sponsor.

Exit

At exit, we aim to leave companies well positioned for continued long-term success. We seek to ensure businesses have stronger governance foundations, more resilient and inclusive cultures, and more robust responsible business practices than at the point we invested. Where relevant, we support management teams in articulating how progress in these areas has contributed to a company's value-creation story.

What being responsible means for us

Alongside our investment approach, we hold ourselves to high standards as a firm. We apply the principles of our Sustainable Growth Framework to our own operations to ensure SEP operates as a responsible business and employer in its own right.

We conduct our business ethically and responsibly. All Partners and employees are expected to understand and comply with our internal policies and procedures, including our compliance manual and our policies on bribery and corruption.

We aim to foster a rewarding, inclusive and supportive workplace. We are committed to equal opportunities and to creating a culture that recognises and rewards contribution and merit, regardless of age, race, disability or gender. We provide competitive remuneration and invest in training and development to support long-term growth and progression. SEP is a signatory to the Women in Finance Charter and we publish our progress against our commitments on an annual basis.

We also seek to have a positive impact beyond our investments. We support charitable organisations at both a local and national level and encourage our people to engage with their communities, including through volunteering and fundraising activities.

We aim to minimise SEP's environmental impact as a firm. We measure our greenhouse gas emissions across Scope 1, Scope 2 and relevant Scope 3 categories, using this data to better understand our carbon footprint and to inform actions to reduce emissions where practical. For residual emissions, we apply a contribution framework, purchasing high-quality carbon removal credits as part of our broader approach to environmental responsibility. We seek to act with openness and integrity in our environmental disclosures and in our wider engagement with stakeholders.

Reporting and Transparency

We are committed to providing clear and meaningful reporting on how responsible investment considerations are integrated across our activities. ESG matters are included in quarterly and annual investor reporting, with key developments highlighted through regular portfolio updates and material ESG incidents reported in a timely manner.

We engage with our investors to understand evolving sustainability expectations and use this feedback to inform the ongoing development of our responsible investment approach and reporting.

ESG performance and progress against agreed actions are reviewed through our board engagement and annual SGF assessments. These insights underpin our reporting to investors.

As a signatory to the PRI, we complete a publicly available Transparency Report when required and disclose information on our responsible investment practices in line with PRI expectations.

Collaboration and engagement

Many sustainability challenges are systemic and are best addressed through collaboration. We engage with industry bodies, peers and subject-matter experts to advance responsible investment practices across the growth equity and technology sectors.

We participate in initiatives, working groups and consultations led by industry organisations such as UK Private Capital (formerly the BVCA), Invest Europe and the PRI. Through these forums, we contribute to discussions on topics such as performance measurement, investor reporting, diversity and inclusion, responsible business conduct and regulatory developments.

Where appropriate, we also take part in collective engagements, such as responding to industry consultations or supporting sign-on letters coordinated by recognised industry bodies, where these align with our responsible investment commitments.

Any political or public policy engagement undertaken by SEP is governed by our Political Engagement Policy and is aligned with this Responsible Investment Policy and our commitment to responsible business conduct and long-term sustainability.

Implementation and Review

We are committed to applying this Policy consistently across our investment activities and internal operations. To support effective implementation, we provide Partners and employees with guidance and training on responsible investment principles, the SGF and relevant procedures, with updates provided as our approach evolves.

We review our responsible investment tools, templates and processes periodically to ensure they remain proportionate, practical and aligned with our investment strategy. Insights from our engagement with portfolio companies and investors help inform these refinements.

This Policy is reviewed at least annually and updated as necessary to reflect changes in our approach, regulatory requirements or industry best practice. Any updates are communicated internally and applied across future investment activities.

Policy Sponsor: Calum Paterson – Chairman & Senior Partner

Responsible Investment Group: Matthew Sumner – ESG & Sustainability Lead
Fraser McLatchie – Chief Operating Officer
Tim Ankers – Partner
Jan Rutherford – Partner
Andrew Buchan – General Counsel

Date of last review: March 2026

Appendix: SEP's Exclusion list

SEP will not invest in any business whose principal activities consist of:

- The production of, or trade in, tobacco, distilled alcoholic beverages or related products
- The production of, or trade in, weapons or ammunition of any kind
- Casinos, gambling, or related products
- The research, development or technical applications relating to electronic data programmes or solutions that are specifically intended to:
 - support any of the aforementioned activities
 - support internet gambling or online casinos
 - support pornography
 - enable the illegal entry into electronic data networks or the illegal downloading of electronic data
- The undertaking of human cloning or genetic modification of organisms in breach of applicable legislation