



ESG Policy and Procedures

PURPOSE & SCOPE:

GoldPoint Partners LLC (“GoldPoint”) is a **multi-strategy private equity firm**. As a non-control investor, the cornerstone of GoldPoint’s strategy is partnering with Core Partners, a group of leading control-oriented private equity sponsors, for direct and indirect investment opportunities.

GoldPoint is a wholly owned subsidiary of New York Life Investments Alternatives LLC, which in turn is a wholly owned subsidiary of New York Life Investment Management Holdings LLC (“NYLIM Holdings”), which in turn is a wholly owned subsidiary of New York Life Insurance Company.

The purpose of this Policy is to define GoldPoint’s approach to **integrating environmental, social and governance (“ESG”) considerations** into its investment process and decision making with respect to direct equity and private debt investments (collectively, “Direct Investments”) in portfolio companies and capital commitments (“Fund Commitments” and together with Direct Investments, “Investments”) in third party managed private investment funds (“Third Party Sponsored Funds”) made on behalf of GoldPoint managed private investment funds and separately managed accounts.

OVERVIEW OF ESG STEWARDSHIP:

GoldPoint believes that **we have a duty to act in the best interests of our clients, employees, and other beneficiaries**, all of whom expect us to be good stewards in our investment approach. By integrating responsible investment policies and practices, we can provide enduring value creation for not just our stakeholders, but also for our communities and the environment. Furthermore, GoldPoint believes considering ESG factors in our investment process has the potential to enhance value creation and reduce risk.

We are **committed to considering material ESG factors during our due diligence, investment decision, and monitoring processes**, to the extent reasonably practical. For the purposes of this policy, “material” ESG factors are defined as those factors GoldPoint, in its sole discretion, determines have, or have the potential to have, a direct substantial impact on an Investment’s ability to create, preserve, or erode economic value, as well as environmental and social value for itself and its stakeholders.

The foundation of GoldPoint’s business model is collaboration internally among employees and externally with key constituents, such as our Core Partners, our limited partners, and our parent company. Our approach to

ESG stewardship is based on this **same core collaborative spirit**, utilizing the following guidelines and tools:

- > **Collaboration within GoldPoint:** GoldPoint professionals are required to **integrate ESG considerations for all Investments**, with processes tailored to each product. All ESG-related findings on Investments are reported to GoldPoint's Investment Committees. An overview of GoldPoint's internal efforts on ESG pre-close screening and post-close monitoring processes can be found below in the "INTERNAL ESG SCREENING AND MONITORING PROCEDURES" section.

GoldPoint's **ESG Committee, reflecting a cross section of all functional verticals**, oversees responsible investment policies and procedures (including conflicts of interest) with direct oversight from GoldPoint's Management Committee. The ESG Committee seeks to refine and improve our approach. An overview of GoldPoint's approach to ESG governance can be found below in the "GOVERNANCE & RESPONSIBILITY" section.

- > **Collaboration with GoldPoint's Core Partners:** GoldPoint is committed to encouraging our Core Partners to incorporate ESG issues into investment analyses, decision making processes, ownership policies and practices, and disclosure. We aim to leverage our multiple engagement points, such as board observer seats on Direct Investments and limited partner advisory board seats on Third Party Sponsored Funds **to seek to promote responsible investment**. GoldPoint also benefits from ESG efforts of our Core Partners, who are increasingly focused on their own policies and procedures. As approaches to responsible investment continue to evolve in private equity, GoldPoint seeks to leverage our Core Partner relationships for insights into best practices.
- > **Collaboration with GoldPoint's Limited Partners:** GoldPoint serves a diverse global base of investors, many of whom are increasingly focused on ESG. Our formal and informal dialogue with our limited partners is critical to **ensuring our approach to ESG-related topics is consistent** with their expectations and industry-wide standards.
- > **Collaboration with GoldPoint's Parent Company:** GoldPoint participates in monthly meetings of an internal **Cross Boutique ESG Working Group**, comprised of ESG leaders from each of the nine investment boutiques of NYLIM Holdings, with the objective of facilitating information sharing on ESG topics and industry trends.

THE UNITED NATIONS PRINCIPLES FOR RESPONSIBLE INVESTMENT:



GoldPoint became a **signatory to UN PRI in May 2019**. As a signatory, GoldPoint has committed to act in the best long-term interests of our investors and clients, and believe that environmental, social, and corporate governance issues can affect the performance of our funds. Where consistent with our fiduciary responsibilities, GoldPoint will aspire to consider the **UN PRI's six principles** when making investment decisions. The six principles include the following:

- > **Principle 1:** We will incorporate ESG issues into investment analysis and decision-making processes.
- > **Principle 2:** We will be active owners and incorporate ESG issues into our ownership policies and

practices.

- > **Principle 3:** We will seek appropriate disclosure on ESG issues by the entities in which we invest.
- > **Principle 4:** We will promote acceptance and implementation of the Principles within the investment industry.
- > **Principle 5:** We will work together to enhance our effectiveness in implementing the Principles.
- > **Principle 6:** We will each report on our activities and progress towards implementing the Principles.

As a UN PRI Signatory, GoldPoint must publicly report on GoldPoint's investment activity through the UN PRI's Reporting Framework on an annual basis.

ESG CONSIDERATIONS:

Set forth below are certain ESG related principles, one or more of which GoldPoint may consider during its investment process and decision making with respect to Investments:



ENVIRONMENTAL

Environmental awareness and sound environmental practices, including, but not limited to:

- Air and water pollution
- Biodiversity
- Climate change
- Deforestation
- Energy efficiency
- Hazardous materials
- Land degradation
- Resource depletion
- Waste management
- Limiting the emissions of harmful substances and harmful waste
- Complying with current environmental law
- Limiting consumption of environmentally scarce resources
- Monitoring other material environmental issues



SOCIAL

Sound labor and human rights practices, including, but not limited to:

- Avoiding discrimination based on age, race, gender, religion, sexual orientation or disability
- Complying with international conventions on human rights
- Data protection and privacy
- Diversity and equal opportunities
- Elimination of child labor
- Employee attraction and retention
- Employee working conditions such as minimum wages, working hours, health and safety of work force
- Labor standards
- Product safety and liability
- Supply chain management



G O V E R N A N C E

Governance and ethical practices, including, but not limited to:

- Accounting standards
- Anti-competitive behavior
- Avoiding corruption and unethical business practices
- Bribery and corruption
- Business ethics
- Compliance
- Lobbying
- Promoting awareness and compliance with relevant laws and regulations
- Risk management
- Seeking positive involvement with stakeholders and community
- Succession planning

EXCLUSIONS POLICY:

For GoldPoint managed private investment funds targeting Direct Investments with initial closings in 2021 and beyond, in addition to legally required exclusions (e.g. those applicable to GoldPoint by domestic/international law, treaties or embargoes), GoldPoint will not make Direct Investments, based on its actual knowledge at the time of making such investment, in companies directly engaged in human rights violations, child labor, or employment of forced labor. In addition, GoldPoint will not make investments in companies that derive a substantial portion of their annual revenue from direct manufacturing or production (as determined in good faith by GoldPoint) of the following:

- > Indiscriminate weapons and related components, such as cluster munitions, chemical weapons, mines, nuclear weapons, and biological weapons
- > Tobacco or tobacco products
- > Thermal coal mining or the generation of power by coal
- > Pornography or prostitution

INTERNAL ESG SCREENING & MONITORING PROCEDURES:

GoldPoint currently integrates ESG considerations into all Investment activities across all geographies, while tailoring our process to each investment product to insure an effective and pragmatic strategy best suited for our non-control approach:

- > **Fund Commitments:** GoldPoint professionals are required to formally document their diligence findings in a quantitative and qualitative written **ESG Assessment Scorecard** included in memos presented to GoldPoint's Investment Committees. The ESG Assessment Scorecard documents findings on the relevant ESG areas discussed above. Team members note **risks and/or opportunities identified** so that the Investment Committees may consider them as part of their overall investment decision.

During the documentation phase, GoldPoint's legal team requests that Core Partners include a provision in its **side letter agreements** (collectively, "Side Letters") confirming the Core Partner will consider material ESG-related factors when making investments; provided, however, there is no assurance a Core

Partner will accommodate this request or seek to qualify it by materiality, knowledge, or otherwise. If a Core Partner does not agree to include this or a similar ESG provision in GoldPoint's Side Letter, GoldPoint is still permitted to make the Fund Commitment; however, its request for such a provision is documented as a side letter request in the Comment Memoranda it delivers to the Core Partner's counsel.

- > **Direct Investments:** GoldPoint professionals are required to formally document their diligence findings in a quantitative and qualitative written **ESG Assessment Scorecard** which shall be included in the investment memoranda presented to GoldPoint's Investment Committees. The ESG Assessment Scorecard documents findings on the relevant ESG areas discussed above. At the initial stages of the transaction, the assessment identifies key risks and opportunities to help **highlight focus areas during the due diligence process**. At the final approval meeting, team members note risks and/or opportunities identified so that the Investment Committees may consider them as part of their overall investment decision.

For approved and closed Direct investments, GoldPoint, as a passive investor, is a minority shareholder or lender with limited rights to influence and control the integration of ESG considerations. However, GoldPoint seeks to **track progress on ESG-related factors through a quarterly update** of the pre-close written ESG Assessment Scorecard. GoldPoint's Core Partner and Direct Investment coverage teams use various touchpoints, including but not limited to, formation rights, board observer seats, Core Partner reporting, limited partner advisory board seats, and regular dialogue with Core Partners to help inform post-close ESG assessments.

GOVERNANCE & RESPONSIBILITY:

GoldPoint believes it is the **responsibility of all our employees to implement and promote responsible investment**.

GoldPoint's ESG Committee is responsible for overseeing **all ESG-related matters**, including, but not limited to, changes to the ESG policy, internal screening and monitoring processes, communication/trainings for the broader GoldPoint team, and UN PRI reporting. The committee is chaired by GoldPoint's Chief Financial Officer and Intermim Head of GoldPoint. Other committee members include GoldPoint's General Counsel and Chief Compliance Officer as well as other professionals representing a cross-section of all firm functional verticals. The ESG Committee is also responsible for **considering any conflicts of interest** across Investment and stewardship related activities.

GoldPoint's investment team is responsible for screening and due diligence efforts on Investments, based on the framework set by the ESG Committee. These activities are reported to GoldPoint's Investment Committees for consideration into the decision making process. For post-close monitoring on Direct Investments, the investment team works together with GoldPoint's Operations team to **coordinate the assessment of progress on ESG-related items on a quarterly basis**.

GoldPoint's dedicated in-house legal team and Chief Compliance Officer are responsible for overseeing adherence to the Exclusions Policy, as well as all investor specific exclusions, including those related to ESG

matters. GoldPoint's Chief Compliance Officer **reviews ESG-related practices on an annual basis** to ensure compliance with policies and procedures.

RECORD KEEPING & REVISIONS:

All reports and records required to be kept in accordance with these procedures and the Investment Advisers Act of 1940 will be retained for a period of 8 years in an easily accessible location.

This Policy may be revised as needed, including to accommodate any changes in practices consistent with the applicable regulations. Compliance, led by GoldPoint's Chief Compliance Officer, will review this Policy annually pursuant to Rule 206(4)-7.

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