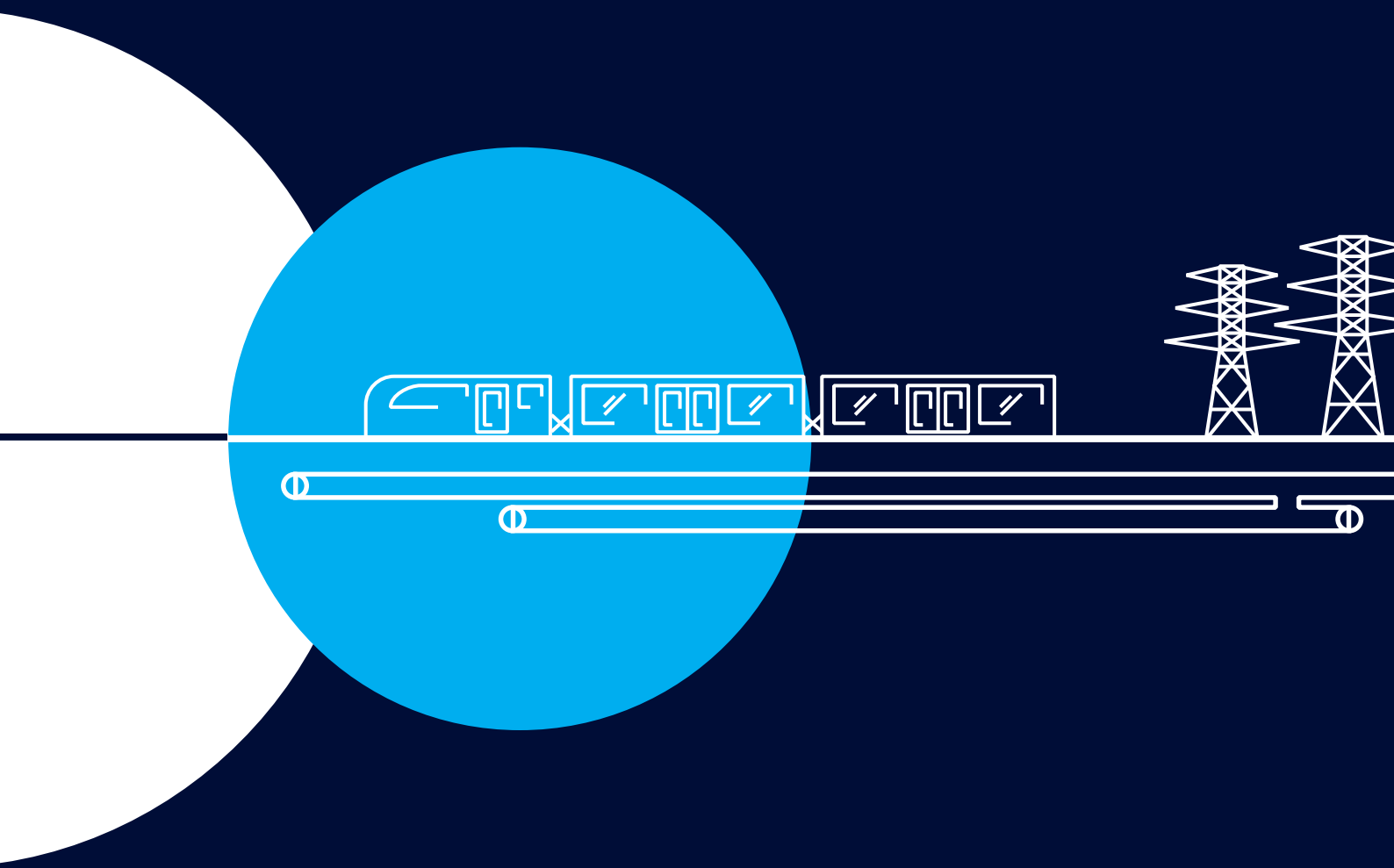


# Modern Slavery Policy

2024



## CONTENTS

1.	<b>INTRODUCTION</b>	2
2.	<b>OUR BUSINESS AND STRUCTURE</b>	2
3.	<b>SUPPLY CHAIN AND INVESTMENT ACTIVITIES</b>	2
4.	<b>DALMORE CULTURE, PRINCIPLES AND VALUES</b>	3
5.	<b>DUE DILIGENCE PROCEDURES</b>	3
6.	<b>STAFF TRAINING</b>	4
7.	<b>HIRING POLICY</b>	4
8.	<b>GOVERNANCE AND CONTROLS</b>	4
9.	<b>SPEAK UP POLICY</b>	4
10.	<b>COMPLIANCE MANUAL</b>	5

## 1. INTRODUCTION

Dalmore Capital Limited (“Dalmore” or the “Firm”) is committed to understanding and preventing modern slavery in the working place. Dalmore takes the prevention of modern slavery very seriously and this statement aims to demonstrate the commitment to preventing modern slavery through all reasonable means.

Dalmore annually reviews the steps it has taken and its compliance with relevant policies.

## 2. OUR BUSINESS AND STRUCTURE

Dalmore is an independent fund management business which is majority owned by the three founding partners (Michael Ryan, John McDonagh and Alistair Ray). The Firm focusses on investment in low-volatility infrastructure assets in the UK and Europe. Dalmore’s focus is on projects that bring positive socio-economic and environmental benefits, through the provision of new and/or refurbished infrastructure assets that support the delivery of essential public services.

Dalmore was established in 2009 with current funds under management exceeding £5.7 billion, across forty eight equity and debt funds, co-investment accounts and single account mandates. Dalmore operates across two offices, located in London and Edinburgh.

Dalmore is authorised by the Financial Conduct Authority and is a registered Alternative Investment Fund Manager.

Resolis is a Dalmore group company established in 2021 to provide management and fund support services. Resolis’s values and commitment to anti-slavery complement those of Dalmore. Resolis has its own modern slavery statement which is available on its website: [Modern Slavery Statements | Resolis](#).

## 3. SUPPLY CHAIN AND INVESTMENT ACTIVITIES

We expect transparency from our suppliers and business partners, and we will not knowingly support or deal with any business involved in modern slavery. In the event that we did become aware of any modern slavery issues within any of our supplier chains, this would be treated as of significant concern at the most senior levels in our organisation and appropriate action taken.

### Corporate Activities

Dalmore’s supply chain is limited as we are not involved in the production, manufacturing or distribution of any physical goods. We contract with suppliers of services, including in relation to IT, office equipment and cleaning services, and professional services. Due to the nature of the services providers, the sectors and operations being predominantly in the UK it is determined that there is a low risk of slavery and human trafficking in the supply chain.

### Investments

Dalmore invests in infrastructure assets in the UK, Europe and North America. We have approximately 124 portfolio companies, the majority of which are Public Private Partnership projects managing the design, build and maintenance of social infrastructure assets such as

roads, schools and hospitals. The majority of our portfolio companies are special purpose vehicles with no direct employees. The maintenance and operation of our portfolio company assets are managed through service agreements with Facilities Managers (FM) which employ staff for both hard FM (physical and technical support required to maintain and manage building/facility) and soft FM (day to day activities such as catering, cleaning landscaping, security and waste management).

#### 4. DALMORE CULTURE, PRINCIPLES AND VALUES

The key aim of Dalmore is to acquire, manage and hold infrastructure assets while benefitting all stakeholders. This is achieved through a core set of values:

1. Integrity: We are honest, open and respectful in our dealings and professional in our approach,
2. Agility: We actively seek, and are quick to react to, opportunities and are flexible in our approach, and
3. Partnership: We operate collaboratively internally and externally building long term relationships with aligned interests.

As an FCA-authorized firm, Dalmore is also required to abide by the FCA Principles for Businesses set out under PRIN. The Firm has found that these principles, including that of integrity and diligence, assist in informing the manner in which the Firm approaches the complex issue of Modern Slavery.

Consideration of environmental, social and governance (ESG) factors is a part of Dalmore's risk management strategy and forms part of reviewing potential new investments and ongoing management of executed investments. Dalmore's ESG focus areas include consideration of Fair and rewarding employment and Respect for human rights.

The Firm's Responsible Investment Policy incorporates environmental, social and governance considerations into our engagement with suppliers and investors.

#### 5. DUE DILIGENCE PROCEDURES

##### Corporate Activities

The Firm undertakes due diligence when considering taking on new suppliers, investors and clients, and draws guidance from FATF and JMLSG guidance. The firm has a dedicated Money Laundering Reporting Officer and Compliance Officer who remains alert to the risk of financial crime and the risk of modern slavery. The Firm has ongoing oversight of existing and proposed suppliers. Where appropriate contractual documentation entered into with contractors, should include provisions requiring the counterparty to comply with applicable laws, rules and regulations including those relating to slavery and human trafficking.

##### Investments

As part of our investment due diligence process, we review ESG risk factors including risk of human rights abuses and modern slavery for any new investment.

Where possible, Dalmore takes a board position and, as a shareholder, we actively manage and discuss ESG issues at board meetings. We undertake annual ESG surveys across all our

portfolio companies to assess compliance with relevant policies and performance against a range of ESG risk factors including modern slavery risks. Where gaps or breaches are identified we aim to engage with suppliers to remedy the situation by putting in place relevant policies and controls.

Please refer to our Responsible Investment Policy for more detail on how we manage ESG risks as part of our due diligence and ongoing management processes.

## 6. **STAFF TRAINING**

The Firm requires all staff to familiarise themselves with the Modern Slavery Statement and consider any possible risk of modern slavery taking place in the performance of their responsibilities at the Firm. Staff are required to maintain an understanding of the risk factors associated with modern slavery, both culturally, legally and from a risk perspective. Staff are encouraged to raise any concerns they have with the Firm's Compliance Officer. Training on the Firm's Speak Up Policy and procedures is provided to all staff. Training and personal development time is available to staff to develop their understanding of the risks to the Firm.

## 7. **HIRING POLICY**

The Firm is presented with a modern slavery risk when hiring new staff. In order to mitigate this, the Firm has strong systems and controls in place to manage this. These include:

- Ensuring compliance with all of the Firm's legal obligations in the recruitment and on-boarding process, with a confirmation of the individual's right and eligibility to work in the relevant country or jurisdiction, and
- Ensuring the Firm conducts detailed due diligence on prospective employees prior to joining the Firm. As an FCA-authorized Firm subject to SM&CR, the Firm takes this responsibility very seriously running in-depth reference checks, criminal reference checks and (where relevant) credit checks.

## 8. **GOVERNANCE AND CONTROLS**

The Firm has a strong culture of ethical investment and an embedded compliance culture, all augmented by a strong set of systems and controls designed to allow senior management to have effective control and oversight of the business. These controls and reports enable the Firm to challenge the way it approaches and responds to risks (including modern slavery).

In the unforeseeable event that a specific area of our business was at risk of slavery and/or human trafficking, it would be identified in our due diligence procedures, escalated to senior management and appropriate mitigants would be established and implemented.

## 9. **SPEAK UP POLICY**

The Firm has an established Speak Up Policy in place and encourages an open compliance culture from the top-down. The Firm encourages all its workers, customers and other business partners to report any concerns. All concerns are taken seriously. The Firm's speak up (whistleblowing) procedure is designed to make it easy for workers to make disclosures, without fear of retaliation. It requires employees to raise concerns with managers if they come across any activity or information which they believe tends to show that one or more

of the events noted below has been or is likely to be committed:

- A criminal offence.
- A failure to comply with any legal obligation.
- A miscarriage of justice.
- The putting of the health and safety of an individual in danger.
- Damage to the environment.
- Deliberate concealment relating to any of the above five matters.

If employees feel uncomfortable raising their concern with their normal reporting line they should speak to the Firm's Compliance Officer.

10. **COMPLIANCE MANUAL**

Staff are expected to comply with the Firm's Compliance Manual alongside the FCA statements of principle. The Firm makes clear to staff the behaviour expected when representing the Firm. The Firm strives to maintain the highest standards of employee conduct and ethical behaviour.

This Statement and the Firm's risk profile will be reviewed at least annually.

This Statement was approved by the Dalmore Capital Limited Board of Directors on 29 May 2024.

For and on behalf of Dalmore Capital Limited



.....  
Michael Ryan  
Chief Executive Officer