

SECOND PARTY OPINION BY FSG SUSTAINABLE GMBH

September 13th, 2024

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PREFACE

The role of the author of the Second Party Opinion (“SPO”)

Manica I Timber Investments Ltd (“Manica I”) engaged FSG Sustainable GmbH (“FSG”) to support it in evaluating the core components of the Manica I Green Bond Framework and of the debt instrument it will issue. The Second Party Opinion on a Green Bond has to be prepared according to the principles (Green Bond Principles¹, “GBP”) of the International Capital Market Association (“ICMA”), whereby the provisions of the Austrian Ecolabel for Sustainable Financial Products² (“Guideline UZ 49”) are also taken into account. Furthermore, FSG follows the External Review Guidelines 2022³ of the ICMA, which serve as a guide with regard to professional and ethical standards as well as to the organization, content and disclosure of the reports of FSG.

As part of this engagement, FSG held conversations with various members of Manica I sustainability, operations and engineering teams to understand the sustainability impact of Manica I’s business processes and planned use of proceeds of the debt instrument issued. FSG also reviewed relevant public and internal documents and provided its opinion on the Green Bond.

This SPO was created after the issuance of a Manica I Notes and contains FSG’s response to the Manica I Green Bond Framework dated September 2024 and should be read in conjunction with that Framework.

GREEN BOND

Manica I is a Mauritius based company which sole purpose is to fund, hold, operate and manage the Manica I Eucalypt Plantation and Carbon Asset project (the “Tree Project” or “Scheme”) in the provinces of Manica and Sofala, central Mozambique. The funding for the Scheme will be arranged through the issuance of secured amortizing notes (the “Manica I Notes” or “Green Bond”). Revenues from harvest of the pulpwood including monetization of carbon sequestration benefits will be applied towards debt service.

The Scheme’s properties will be more or less 15,000 to 20,000 hectares of noncontiguous land of which 10,000 hectares are and will be developed as commercial eucalypt plantations. The balance of the land bank will be managed as conservation areas, typically areas that are not to be developed into commercial eucalypt plantations. Typical commercial plantations have low levels of biodiversity. Manica I works with established foresters and experts to establish, maintain and manage its commercial plantations to industry best practice but also, it engages with local communities to restore indigenous forests, wetlands and native woodlands in conservation areas. The Scheme will have a material social and economic impact on local rural communities. Manica I and its contractors pay particular attention to engaging with vulnerable groups and indigenous people, striving to promote shared prosperity benefits across the managed areas and prioritise the rights, safety, and welfare of communities and individuals who live and/or work in or near Manica I’s operations.

¹ <https://www.icmagroup.org/assets/documents/Sustainable-finance/2022-updates/Green-Bond-Principles-June-2022-060623.pdf>

² https://www.umweltzeichen.at/file/Guideline/UZ%2049/Long/UZ49_R6.0a_Sustainable%20Financial%20Products_2024_EN.pdf

³ https://www.icmagroup.org/assets/documents/Sustainable-finance/2022-updates/External-Review-Guidelines_June-2022-280622.pdf

Management practices across Manica I’s forestry plantations will be certified by accredited, independent third parties to meet globally recognised standards for the industry, environmental and social performance, where practicable and commercially feasible. All production forestry investments are required to achieve and maintain certification under one or both of the leading globally recognised sustainable forestry management certification systems, the Forest Stewardship Council or the Programme for the Endorsement of Forest Certification. Finally, the Tree Project is a recognized method of removing atmospheric carbon pollution and is therefore relevant to the efforts against global warming. Manica I expects that a significant portion of the Tree Project will be eligible under some of the world's most widely used voluntary emissions reduction standards and programs.

Environment, social and governance (“ESG”) considerations

Environment

The plantations are established on degraded and abandoned land and are a sustainable alternative to native forest timber and/or biomass. Fast growing plantations for carbon sequestration are highly relevant to the climate change debate. Approximately 5,000 to 10,000 hectares (above the 10,000 hectares of eucalyptus plantation lots) are managed to protect/restore areas of ecological value and special interest to local communities.

Manica I will only enter into agreements with foresters that carry out and manage their business in accordance with recognized good forestry practice, and have formalized ESG and health and safety policies in place with clear objectives and measurable deliverables.

Manica I will enter into a Forestry Management & Service Agreement with Mozambique Tree Farming (Pty) Ltd (MTF) and its subsidiaries Investimento Florestal de Moçambique Lda (“IFM”) and Mozambique Fibra Lda (“MFL”). The MTF group's mission is to create a commercially viable, sustainable forestry company that maximizes its social, environmental and economic impacts while making a competitive return for its shareholders. The Scheme includes approximately USD 0.4 million for programs with measurable ESG impacts. This amount may be increased subject to the successful monetisation of carbon assets by Manica I.

An independent compliance committee will monitor the investment and review and approve the related expenditure.

Social and community impact

MTF's existing operations in Mozambique have a material social and economic impact on local communities. The same can be said for the Tree Project. This requires to evaluate the impacts by keeping open and continuous lines of communication with individuals, communities and authorities. Manica I relies on the forestry managers to:

- Carry out and manage the business in accordance with recognized good forestry industry practices;
- Have formalized ESG policies with clear objectives and measurable deliverables; and
- Have or are in the process of obtaining a certification under the Forest Stewardship Council or similar certification for sustainable forest management and chain of custody for forest-based products.

Plantations are located in remote rural areas where disposable income is very low and jobs are scarce. Wages paid to local laborers provide an essential stimulus to local economies. IFM mostly uses local labour and contractors for forestry work, ensuring that social and environmental standards are met. Over 95% of IFM employees are recruited from local communities that are directly affected by the forestry operations. In addition to making a significant contribution to the local economy through the payment of wages and taxes, IFM operations support secondary employment through local procurement practices or out-growers' programs.

Maintaining a dialogue with the communities in which IFM and hence Manica I will operate is a key element of operations. Social and economic contributions so that communities benefit from IFM's and Manica I's existence as large landholders mitigate risks like fire, theft and grazing. For instance, to secure broad-based support for its activities, IFM sponsors initiatives that engage local groups to help promote sustainable development. It holds workshops with local people to find out what they perceive to be the positive and negative effects of its forestry activities. Where people have identified negative effects, IFM has measures in place to address the problems. IFM engagement with the host communities in which it operates include:

- Consultations with local people and government representatives to ensure their concerns are understood and, where possible, addressed;
- Formalized operational-level grievance mechanisms for stakeholders who may be negatively impacted by its activities, in order that grievances may be addressed early and remediated;
- The creation of 1,000 jobs of which 600 are permanent with the balance temporary. Of the total workforce approximately 17% are women;
- Paying equal or above market wages for unskilled labour, wages and social benefits per year will be between USD 0.3 and 0.8 million;
- Investments of over USD 1 million in community development programs impacting approximately 50,000 people to date;
- Investments of USD 2 million in rural road construction and maintenance;
- Distribution of 400,000 tree seedlings to community farmers;
- The construction of various community facilities such as schools, water points, health centers, etc; and
- A substantial increase of its support to out-growers and mentoring schemes, promoting commercial forestry as a viable cash crop with rural communities.

Over the life of the Tree Project taxes and levies will be paid to the government, and foreign exchange earnings from the exclusively export orientated business will be generated.

Favourable market dynamics

The market dynamics for the Tree Project are very favourable and supportive. The seaborne market for woodfiber is recovering strongly after the pandemic. The replacement of single use plastic and biodegradable packaging underpins a strong woodfiber demand. Significant pulp production capacity expansions will likely contribute to woodfiber supply deficits by 2026. Long lead times to develop sustainable alternatives to indigenous forests or to reduce the shortfall in existing commercial timber plantations are expected to drive significant changes

in woodfiber trade balances. Due to a significant pipeline of biofuel projects the sourcing of sufficient renewable woody biomass will be challenging.

Robust carbon offset projects are scarce despite the growing demand to compensate GHG emissions. As the supply of these projects struggles in meeting the surging demand, land based carbon sequestration projects in least developed countries will continue to be sought after and command a premium.

Contribution to the UN Sustainable Development Goals (“SDGs”)

Manica I lists Responsible consumption and production (SDG 12), Climate action (SDG 13), Decent work and economic growth (SDG 8) and Life on land (SDG 15) as project areas to be funded by the Green Bond proceeds.

See Appendix A for a list of project criteria associated with a particular project category under the GBP that align with the respective SDGs. How the issuer ensures that the projects in the respective project category make a significant contribution to the achievement of the SDGs' target is outlined below.

GREEN BOND FRAMEWORK

Manica I is issuing a Green Bond aimed at funding sustainable developments across its operations.

Investment in the Tree Project is done by way of subscribing to notes to be issued by Manica I, a company registered under the laws of Mauritius and a wholly owned subsidiary of Elaborx Ventures AG, a company registered under the laws of Switzerland. The proceeds less the costs of the issue will be applied to prepay Eucalyptus pulpwood/biomass to be established and managed up to harvest by the Tree Project including any carbon sequestration benefits associated therewith and with the management of conservation areas.

Compliance with internationally recognized criteria, such as GBP:

Ambitious strategic sustainability objectives are creating demand for capital to fund projects supportive of sustainable and environmental goals. To this end, Manica I has developed a Green Bond Framework (“Framework”) based on the current version of the Green Bond Principles of the International Capital Market Association (ICMA), June 2021. The Green Bond Principles are a set of voluntary guidelines that recommend transparency and disclosure, and support integrity in the development of the market for green instruments.

Manica I's Framework is based on the following:

1. Use of proceeds;
2. Process for activity evaluation and selection;
3. Management of proceeds;
4. Reporting; and
5. External review.

The net proceeds from the Green Bond will be used by Manica I to fund commercial forestry developments and maintenance including the associated management and restoration of conservation areas in the provinces of Manica and Sofala, central Mozambique. These activities will comply with the project criteria outlined in the Green Bond Framework. The Scheme aims to make a significant contribution to environmental protection.

This concept is in line with the ICMA GBP. This confirms the alignment with the four core components of the Principles (1-4).

In the following sections, Manica I's Green Bond Framework is assessed in terms of compliance with four core components of the GBP (use of proceeds, project evaluation and selection, management of proceeds and reporting).

USE OF PROCEEDS

The use of the Green Bond proceeds is a key part of the Green Bond.

Net proceeds from the issue of the Manica I Notes will be used for eligible projects to:

- i. Finance the acquisition, development, maintenance and management of commercial forest plantations certified or to be certified under recognized international standards,
- ii. Actively manage the restoration and preservation of conservation areas,
- iii. Promote shared prosperity benefits through targeted community development projects, employment and/or upliftment programs, and
- iv. Finance operating expenditures related to the eligible projects such as forest management, labour or third-party verifications.

The net proceeds from the Green Bond issue will be used by Manica I to fund and purchase commercial forestry and conservation developments in the provinces of Manica and Sofala, central Mozambique, that match the project criteria below.

The Tree Project aims to make a significant contribution to environmental protection.

The GBP give examples of green projects such as the environmentally sustainable management of living natural resources and land use and climate change adaptation, which are also consistent with the issuer's Green Bond Framework.

The Manica I Green Bond Framework defines the following criteria for suitable green projects:

Eligibility Criteria

To be eligible for Manica I Green Bond proceeds, the funded projects must meet one or more of the following criteria:

1. *Environmentally sustainable management of living natural resources and land use*
2. *Climate change mitigation*
3. *Decent work and economic growth*

These criteria are explained in more detail in the Issuer's Green Bond Framework for the Tree Project.

The Tree Project financed by the proceeds of the Manica I Notes has the objective of making a significant contribution to the following environmental objectives in accordance with the EU-Taxonomy⁴:

- 1 climate change mitigation;
- 2 climate change adaptation;
- 6 the protection and restoration of biodiversity and ecosystems.

⁴ <https://eur-lex.europa.eu/legal-content/EN/TXT/PDF/?uri=CELEX:32020R0852&qid=1727175142448>

Please refer to Appendix A for the detailed list of sample eligible projects.

Tree Project

Investment in the Tree Project is done by way of subscribing to notes to be issued by Manica I. The proceeds less the costs of the issue will be applied to prepay eucalyptus pulpwood/biomass established and managed up to harvest by the Tree Project including any carbon sequestration benefits associated therewith.

The plantation business of the Tree Project is as follows:

Through forestry managers, Manica I will undertake a business of growing varieties of eucalyptus trees (Trees) and exporting the timber. Other revenues derived from the sale of residual timber or carbon sequestration benefits for instance will also accrue to Manica I.

The business will be conducted on plantation lots aggregating 10,000 hectares that are owned by the wholly-owned subsidiary of Manica I (Agregcol, Lda or the Tree Project Subsidiary), a company registered in Mozambique. Assets of the Tree Project Subsidiary will be pledged in favor of Manica I.

Plantation lots will be established by IFM on land chosen by IFM and/or Manica I but leased by the Tree Project Subsidiary, which sole purpose is to hold the Tree Project for the benefit of Manica I. IFM, a company registered in Mozambique, is a wholly owned operating subsidiary of MTF. The assets of the Tree Project Subsidiary will be pledged in favor of Manica I.

Plantation lots may be located either in the Manica or Sofala province in central Mozambique. However, plantation lots will be located within an economic haulage distance from a log processor's mill gate or the port terminal in Beira, Mozambique. The port terminal is owned by MFL, a company registered in Mozambique and a wholly owned operating subsidiary of MTF.

Each plantation lot will be established and maintained by forestry managers for an average growth period of approximately 7 years after which the timber will be harvested and exported. It is expected that all plantation lots will have been established within 30 months of the subscription of the Notes. Manica I will arrange for the sale of the pooled timber from the plantation lots to (an) offtaker(s).

The term of the Scheme is currently expected to be approximately 9 years from the date of subscription of the Notes. However, it is possible that this term may be shortened or extended in certain circumstances. Other than in limited circumstances, investors do not have the right to request early redemption of the Notes.

Benefits of the Tree Project realization

The Tree Project represents a sustainable business model combined with quantifiable environmental and socio-economic benefits.

It is an investment in a sustainable non-depreciating asset class: forests appreciate over time due to natural growth and value for forests is expected to naturally increase over time. Once established forestland requires limited capital expenditures and administrative expenses.

This asset has a weak correlation with other asset classes in a diversified portfolio and a rather low historic risk profile. The business of growing trees and selling timber is managed by a team

of experts. Plantation grown timber may be used for a range of end uses, including paper, paperboard products, textile manufacturing or woody biomass.

The harvesting of timber from native forests is increasingly restricted and unsustainable for sourcing commodity fiber or woody biomass. Harvesting Mozambican-grown plantation timber is an environmentally friendly solution to the expected sustainable pulpwood and woody biomass supply deficit expected in the medium term. The close proximity of the Mozambican forestry industry to the Indian and Asia-Pacific markets positions the Tree Project as a cost-competitive supplier. Sufficient land with favorable climatic and soil conditions for sustainable eucalyptus farming is available, according to Manica I. Yields achieved over 7-year harvest rotations in the selected areas range between GMT 17 and GMT 28 per hectare and year, above the industry standard in Southern Africa.

Environmental considerations

The establishment of forestry plantations may reduce reliance on native forests for woody products. Native forests will not be cleared for the establishment of the plantation lots.

Manica I will only enter into agreements with forestry managers that carry out and manage their business in accordance with recognized good forestry practices, have formalized ESG policies with clear objectives and measurable deliverables, as well as have or are in the process of obtaining a FSC or similar certification for sustainable forest management and chain of custody for forest-based products.

Carbon Sequestration Benefits

The Tree Project is a recognized method of removing atmospheric carbon pollution for the purposes of carbon pollution reduction schemes. At the time of the General Information Note, there is still some uncertainty regarding in what form, if any, a carbon sequestration benefit may be registered and ultimately monetized as for the benefit of Manica I. Any carbon sequestration benefit generated by the Tree Project and monetized over the term of the investment will be included in the net sales proceeds.

Community Impact

The Tree Project will have a material social and economic impact on the local communities in remote rural areas in which it operates. Approximately 600 permanent jobs and 400 temporary jobs will be created resulting in up to USD 0.8 million in wages and social benefits a year. In addition to community development programs, approximately USD 2 million will be spent on rural roads and maintenance over the term of the investment.

Governance

A compliance committee will monitor the development of the Tree Project and approve disbursements from the proceeds account. The majority of the members constituting the compliance committee will be independent and will include at least a forester or independent expert and an investor representative.

Key factors

Plantation performance is measured by the volume of merchantable timber produced per hectare. The Land Selection Protocol requires IFM to select land which produces a weighted average target yield equal or above 140 green metric tonnes (GMT) per plantable hectare over

an average 7-year growth period, i.e. an average MAI⁵ equal or above to GMT 20 per hectare and year. In existing adjacent IFM plantations, MAI achieved ranges between GMT 17 and 28 per hectare, i.e. a Timber Yield between GMT 120 and 200 at harvest. Yields should improve further as genetic material improves and silviculture procedures are honed.

PROCESS OF PROJECT EVALUATION AND SELECTION

Sustainable forest management safeguards forest health and productivity, helps combat global warming, promotes biodiversity by actively conserving indigenous forests, wetlands and native woodlands – whilst securing the long-term availability of critical renewable resources. Manica I and its foresters foster responsible forest and tree plantation management that accounts for economic, social, and environmental aspects of sustainability. Although Manica I relies to a large extent on foresters and experts, it will only contract third parties that

- i. Carry out and manage the business in accordance with recognized good forestry practices,
- ii. Have formalized ESG policies and procedures that include measurable deliverables, and
- iii. Have, or are in the process of obtaining, a FSC or similar certification for sustainable forest management and chain of custody for forest based products.

Exclusion criteria

Manica I and its foresters will not tolerate any violation in the following environmental, social and governance areas: deforestation, destruction of high conservation, cultural or religious values, biodiversity and nature loss, adverse land use change that, in particular, jeopardizes food security for local communities, modern slavery, child labour, or the physical or economic displacement of local community members.

Manica I does not use the proceeds to finance projects that are associated with serious and/or systematic violations of one or more of the ten core principles of the UN Global Compact. These include violations of human rights, violations of labour rights, violations of environmental legislation and massive environmental destruction, corruption and bribery.

Furthermore, the proceeds may not be used

- to finance projects of companies that are active in the fields of nuclear energy, fossil fuels, weapons and armaments, genetic engineering and tobacco.
- to finance projects of local authorities (e.g. states, member states, municipalities) that do not comply with political and social standards (in the areas of fundamental rights violations, death penalty, military budget, corruption, financial sanctions) and environmental standards (in the areas of climate protection, species protection, nuclear energy).

In addition, the proceeds from the Green Bond may not be used to finance projects that are directly related to the construction and expansion of fossil fuel infrastructure, the operation of fossil fuel-powered technologies or efficiency improvements in the fossil fuel sector, as well as projects involving carbon capture and storage, unsustainable logging or large dams.

⁵ Mean average increment in GMT per hectare and per year of Timber over the expected life of one harvest rotation, approximately 7 years in the case of the Tree Project.

MANAGEMENT OF PROCEEDS

Manica I has disclosed to FSG the following process for managing the Green Bond proceeds.

Manica I will establish an internal process to allocate funds to eligible activities and will track allocations matched to the Green Bond Instrument proceeds. Funds are deposited in a separate account. This means that accurate, and correct allocation and use can be audited. This process will be managed by a Compliance Committee. Pending allocation, net proceeds will be held or invested on a temporary basis, in cash or US dollar fixed income securities or instruments issued by investment grade rated issuers. Issuers that violate democratic principles and/or do not promote and enforce overall social and environmental standards are excluded from an investment.

A Compliance Committee will be established which role is to monitor the development of the Tree Project against agreed metrics including those defined under this Framework. Also, the Compliance Committee will assess conditions precedent and eligibility criteria prior to approving the release of proceeds towards eligible activities. With a majority of independent members, the Compliance Committee will include at least one independent forestry expert and one investor representative.

Tasks of Compliance Committee:

- Monitor the development of the Tree Project against targets
- Benchmark performance of Forestry Managers against Land Selection and Silviculture Protocols
- Approve reports for release and if appropriate recommend amendments to the reports
- Review compliance to conditions precedent and approve the release of funds from the Proceeds Account to the operating subsidiary in Mozambique
- Include at least an Independent Expert and an Investor representative in the compliance committee

Proceeds Account:

- Partial disbursements for the Tree Project will be made timeously in advance and approved by the Compliance Committee
- Forestry Managers provide to the Compliance Committee the following documentation:
 - a drawdown notice for the amount required based on the operating plan for the period
 - a cost certificate giving reasonable details as to the use of funds
 - a cost and time certificate providing sufficient details as to the total expenditure realized and expenditures expected up to completion

The management of the proceeds is to be designed in such a way that the proceeds are used exclusively in the investment activities of the Scheme.

REPORTING

The fourth principle of the GBP concerns reporting. This ensures transparency about the use of funds and the financed projects with a focus on the sustainability of the investment for investors.

Manica I intends to commission a “Compliance Review” within 1 year of issuance and annually thereafter until full allocation of Manica I Notes, with the intention of confirming that the net proceeds have been allocated in accordance with the “Use of proceeds” specified in this Framework.

Although Manica I retains the responsibility to prepare and distribute reports to investors, the Compliance Committee will approve the reports for release and if appropriate recommend amendments prior to such reports being released. Manica I intends to provide an annual update on the activities related to its Manica I Notes issuance. In such updates it will seek to provide information on the allocation of the “Use of proceeds” as well as relevant impact metrics. The information will be made available to investors and will include:

1. A breakdown of proceeds in accordance with the areas highlighted under Eligible Activities;
2. The amount of unallocated proceeds; and
3. A description of some of the activities financed for which quantifiable metrics may be of a lesser pertinence in assessing their impact.

These reports will be presented either in the form of a newsletter or as separate reports.

EXTERNAL VERIFICATION

From the perspective of the ICMA-Principles, external verification is the key recommendation for increased transparency.

Manica I plans to have verified the sustainability of the Manica I Notes in line with the Austrian Ecolabel for Sustainable Financial Products (“Guideline UZ 49”) by an external reviewer.

The Manica I Green Bond Framework, as well as any changes to it, is checked by FSG - an independent external auditor - to determine whether it complies with the standards in force at the time of creation or change.

The compliance of the sustainable financial product certified with the Austrian Ecolabel with the requirements of the Guideline UZ 49 is verified by a qualified external reviewer - FSG. Thereafter, an external review of the conformity of the sustainable financial product with the requirements of the Guideline UZ 49 is carried out annually. The results of the reviews are published.

Furthermore, the issuer will submit a report on the annual review.

More about the author of the SPO and his audit methodology:

The Second Party Opinion on the Manica I Notes has to be prepared according to the GBP of the ICMA, whereby the provisions of the Austrian Ecolabel for Sustainable Financial Products “UZ 49” are also taken into account. Furthermore, FSG follows the External Review Guidelines 2022 of the ICMA, which serve as a guide with regard to professional and ethical standards as well as to the organization, content and disclosure of the reports of FSG.

This independent Second Party Opinion of the Manica I Notes has been prepared in accordance with the FSG methodology and in accordance with the ICMA Green Bond Principles. In doing so, the contribution to the UN SDGs was assessed. FSG determined the extent to which the Manica I Notes contributes to the relevant SDGs, as well as how Manica I ensures that itemized activities in the relevant project category make a significant contribution in achieving the SDGs' targets.

Sustainability is the focal point and main focus of FSG's activities. Responsibility for society and the environment shapes both FSG's self-image and its strategic business model. Sustainability is incorporated into all corporate and investment decisions and processes.

Sustainability in the sense of environmental and social responsibility as well as strict governance are an essential part of FSG's business strategy.

Due to the underlying legal requirements for an investment firm's organisational structure, FSG has a corporate organisation that ensures effective and prudent management of the company and provides for, among other things, segregation of duties in the organisation (independent areas of responsibility, such as risk management, complaints management, compliance function, money laundering and terrorist financing prevention officer, internal audit) and the prevention of conflicts of interest. Furthermore, there is the possibility of whistleblowing, protection of confidential information and data protection, ensuring the qualifications of employees as well as their further training, remuneration policy, participation policy, tax honesty etc.

FSG as an investment firm itself as well as its employees are obliged in accordance with the legal basis to provide their services honestly, fairly and professionally in the interest of the client and to avoid conflicts of interest as far as possible.

An independent compliance function operates within FSG under the direct responsibility of the Executive Board and is responsible for identifying, preventing and managing conflicts of interest.

Pursuant to Article 16(3) and Article 23 of Directive 2014/65/EU (hereinafter MiFID II), Delegated Regulation (EU) 2017/565 (hereinafter DelVO) and in accordance with the requirements of the Securities Supervision Act 2018 (hereinafter WAG 2018), FSG, as an investment firm, has established written guidelines for dealing with conflicts of interest.

Separately, FSG has created an organisational policy Compliance Manual and established a responsible compliance function that requires all employees who may have conflicts of interest in the course of their work to disclose all of their transactions in financial instruments (Personal Transactions).

An efficient complaints management system is in place throughout FSG. It addresses the following core tasks:

- Regulating effective procedures for the appropriate and prompt handling of customer complaints;
- Documenting complaints and the actions taken to resolve them; and
- Regular reporting of all customer complaints to the management.

Any information that FSG obtains as a result of its business activities and that is not publicly available (e.g. in the media or on the internet, etc.) is confidential and subject to the duty of confidentiality pursuant to section 8 WAG 2018.

Furthermore, FSG complies with statutory record-keeping and retention obligations as well as retention periods.

FSG strives for good, stable and long-term employment relationships and offers all employees fair working conditions, adequate remuneration, equal opportunities, lives a respectful interaction with each other, ensures the development of necessary knowledge among employees to fulfil their assigned tasks, especially on climate and environmental risks through training and organisation of events and lectures on sustainability topics. It is of great concern to FSG to create a greater sense of responsibility for the environment in society among employees & external parties/among others stakeholders in the financial sector.

Furthermore, a smoothly functioning internal reporting and dissemination of information will be introduced and permanently ensured at all relevant levels of FSG. Measures are taken to ensure confidentiality and avoid conflicts of interest.

Further information is available on the FSG website (www.fsg.agency) and/or can be provided on request.

Disclosure for external Audits

The second party opinion as well as the Green Bond Framework are available on the Issuer's website at <https://investments.elaborx.com>.

CONCLUSION

With the Manica I Notes, Manica I aims to support developments focused on the "Environmentally sustainable management of living natural resources and land use", "Climate change mitigation" and "Decent work and economic growth". Manica I's Green Bond Framework is in line with market best practices and norms such as ICMA's Green Bond Principles. Manica I follows the approach of tracking, auditing and disclosing the use of proceeds. In addition, Manica I will seek external verification on an annual basis to ensure that the projects selected for the bond meets the bond's eligibility criteria. All of these elements make this Manica I Notes robust and credible.

By implementing measures for the sustainable management of living natural resources and land use, Manica I can contribute to the achievement of the Paris climate goals. FSG believes this vision for environmental performance is consistent with the desired goals of this Green Bond.

Manica I lists "Environmentally sustainable management of living natural resources and land use", "Climate change mitigation" and "Decent work and economic growth" as project areas

to be funded by the Green Bond proceeds. FSG considers these projects to be highly environmentally and socially significant as they mitigate rural environmental impacts whilst ensuring economic benefits are shared with the local rural communities in a least developed country, such as Mozambique. The Issuer defines project categories in its Green Bond Framework in terms of the GBP. It is ensured that the funds are used exclusively for the intended project categories.

Independent of the selection of the category for the investment from the Green Bond proceeds, the process for the selection of projects for a Green Bond was disclosed in the Issuer's Green Bond Framework. Specifically, the criteria used to select projects for this Green Bond and the environmental objectives pursued with the investments were explained. Ecological aspects were taken into account in the criteria for project selection.

The process of project evaluation and selection is clearly communicated by the Issuer to investors in the Green Bond Framework. Accordingly, the sustainability objectives and the Issuer's procedures for determining suitable projects are made transparent. This includes the respective suitability criteria as well as possible exclusion criteria.

The proceeds from the Green Bond will be managed separately in a sub-account ("Proceeds Account") in accordance with the GBP, from which funds for the green projects to be financed will be disbursed over the term of the Green Bonds and to which they will flow back. The investor is also informed about which financial instruments are used for the temporarily parked funds that have not yet flowed into projects.

The issuer will also, as long as this is not impeded by confidentiality agreements, disclose once a year all projects in which funds from the Green Bond have been invested. This information disclosure will also be accompanied by a description of the projects. Environmental impacts will be described qualitatively and, where possible, measured quantitatively. For example, the reduction or removal in or of greenhouse gas will be disclosed. Similarly, information will be provided on what portion of a project's financing the Green Bond proceeds represents and whether it is refinancing of an existing project.

In addition, Manica I has not been involved in any material controversies or incidents related to environmental and/or social issues.














The Issuer is not associated with armaments, child labor, nuclear energy or the coal and oil and gas sectors. Exclusion criteria apply to the Manica I Green Bond, such as nuclear power, armaments, fossil fuels and genetic engineering. In addition, projects associated with labor law violations, child labor or human rights violations are also excluded.

The issuer can demonstrate that its activities are compliant with the UN Guiding Principles on Business and Human Rights.

FSG hereby confirms that the Green Bond Framework of Manica I has been defined in accordance with the Sustainable Development Goals for the issuance of the bond. On the one hand, the Green Bond Principles 2021 of the ICMA were taken into account in the preparation, but also the latest legal developments at the EU level, as well as guidelines for the Austrian Ecolabel for Sustainable Financial Products ("Guideline UZ 49") have been incorporated into this framework. This ensures that the proceeds of the issue are actually used for sustainable economic activities.

APPENDIX

Appendix A:

Green Bond project category	Eligible activity categories	Eligibility criteria	Indicative impact metrics	Relevant SDGs ⁶
<ul style="list-style-type: none"> - Environmentally sustainable management of living natural resources and land use - Climate change mitigation - Decent work and economic growth 	<ul style="list-style-type: none"> - Silvicultural operations (land preparation, planting, fertilization, vermin and weed control) - Adapted production technologies and processes 	<ul style="list-style-type: none"> - Degraded/abandoned land used only - No deforestation - Best industry practice - Maximize labour content 	<ul style="list-style-type: none"> - Ha⁷ cleared/ afforested areas as a % of total land bank - tCO₂e net sequestration for period (commercial forests) - Ha conservation areas as a % of total land bank - % seedling mortality after one year - % of plantations covered by a certification systems - Commercial plantation yields - Number and nature of permanent and temporary staff - LTIFR⁸ 	   
<ul style="list-style-type: none"> - Environmentally sustainable management of living natural resources and land use - Decent work and economic growth 	<ul style="list-style-type: none"> - Infrastructure and maintenance thereof to facilitate forest and conservation area management 	<ul style="list-style-type: none"> - Best industry practice - Maximize labour content 	<ul style="list-style-type: none"> - Km⁹ of access roads built - Km of fire breaks - Number and nature of permanent and temporary staff - LTIFR 	 
<ul style="list-style-type: none"> - Environmentally sustainable management of living natural resources and land use - Decent work and economic growth 	<ul style="list-style-type: none"> - Seedling procurement and/or production 	<ul style="list-style-type: none"> - No genetically engineered material - Improve local production capacity 	<ul style="list-style-type: none"> - Commercial seedlings imported as a % of seedlings used - Commercial and native seedlings produced in local nurseries - Number and nature of staff employed in local nurseries 	  
<ul style="list-style-type: none"> - Environmentally sustainable management of living natural resources and land use - Climate change mitigation 	<ul style="list-style-type: none"> - Management of conservation areas (reforestation, restoration) and plantation areas 	<ul style="list-style-type: none"> - Improve biodiversity and resilience to climate change - Improve yields of plantations 	<ul style="list-style-type: none"> - Ha reforested (conservation) - Ha restored (conservation) - tCO₂e net sequestration for period (conservation) - Total carbon offsets generated 	 
<ul style="list-style-type: none"> - Environmentally sustainable management of living natural resources and land use - Climate change mitigation 	<ul style="list-style-type: none"> - Protection and maintenance of plantation and conservation areas 	<ul style="list-style-type: none"> - Improve resilience 	<ul style="list-style-type: none"> - Ha of plantation affected by fire or other exogeneous factors - Ha of conservation areas affected by fire or other exogeneous factors - tCO₂e stored in commercial forests - tCO₂e stored in conservation areas 	 

⁶ <https://sdgs.un.org/goals>

⁷ Hectare

⁸ Lost time injury frequency rate: the number of Lost Time Injuries occurring per 1 million hours worked

⁹ Kilometer

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