Crestline

Responsible Investment Policy

Last Updated: 1 Nov 2022

This Responsible Investment Policy[1] (this "Policy") of Crestline Investors, Inc. ("Crestline") describes Crestline's approach to responsible investment, including the integration of Environmental, Social, and Governance ("ESG") into its investment strategies and objectives.

Purpose, Objective and Scope

Crestline maintains a culture that recognizes the value of socially responsible investing and views implementing policies incorporating ESG as complementary to its traditional financial analysis and portfolio construction techniques. Responsible investment is a fundamental investment approach Crestline uses to identify sources of ESG risk and return for its clients. The investment teams are directed to adequately consider material ESG information as part of the investment process in accordance with this Policy.

Crestline is a signatory to the United Nations Principles for Responsible Investment ("UN PRI"). As a signatory, Crestline recognizes that applying UN PRI principles to its investment philosophy may better align its clients with the broader objectives of society as articulated by the United Nations sustainable development goals.

This Policy applies to investments for all Crestline funds and managed accounts ("Crestline Accounts") except for those described in Appendix A hereto.

Core Principles

The following principles guide Crestline's approach to ESG integration:

1. **Engagement**. Work closely with our portfolio companies (or sponsors in the case of Fund Liquidity Solutions trades) throughout the investment life cycle to evaluate ESG factors and incorporate these factors into our investment approach.
2. **Focus on Materiality**. Focus attention on material ESG factors, as defined by a) their importance to a given investment's circumstance; and b) the likelihood and magnitude of material ESG factors having a business, environmental or social impact.
3. **Adapt to Each Strategy.** Adapt our ESG approach to the specific investment and levels of control over each investment strategy.
4. **Integrity of Management**. Incorporate policies that prohibit bribery; improper political contributions; money laundering; equal opportunity and labor law violations; and fair compensation, worker health and safety, and human rights abuses.
5. **Governance.** Treat strong corporate governance as a core principle and an integral part of our investment strategy.
6. **Embrace Diversity.** Actively support diversity, equity, and inclusion at Crestline and within the investment community.

[1] This Policy is subject to change as the Firm considers necessary or advisable.

Approach

Crestline takes a pragmatic view toward incorporating ESG information to effectively evaluate the risks and returns affecting each investment. Crestline's approach to ESG integration is to have a flexible policy designed to increase the total amount of information considered by investment teams to supplement their investment analysis. This Policy allows for a flexible, cohesive firm-wide approach, while permitting diversity of processes across the different investment teams and strategies. Crestline aims to apply best practice approaches for its Responsible Investment Policy.

Corporate governance is a cornerstone of our investment philosophy. We believe that it is a key indicator of a company's financial and non-financial success. As such, our responsible investing approach hinges on our evaluation of and intervention through corporate governance. Companies that adhere to legal and social norms should be seen as responsible corporate citizens. Although market expectations for ESG adherence may change over time, companies with strong governance should typically be leaders in regard to responsible investing. This same approach holds true to our sponsor partners/borrowers in the case of Fund Liquidity Solutions investments.

ESG information is not the sole consideration for investment decisions. Rather, investment teams assess a variety of economic and financial indicators, which may include material ESG information, to make investment decisions that achieve our clients' objectives.

Application

Our investment processes are focused on factors that contribute to an investment's financial success, which may include ESG considerations. We adhere to this Policy across all asset classes, but the varying nature of our investments requires us to tailor our approach in certain areas depending on the investment's strategy, industry, security type, and business nature.

For credit investment strategies where we have control, ESG integration is incorporated by having research and core investment processes account for the additional sources of risk and return that are explained by ESG information. Crestline's underwriting group considers ESG information when conducting research and due diligence on new investments. The asset management group is responsible for monitoring investments and engaging with portfolio companies and/or sponsors.

Where investments are (1) not directly controlled by Crestline or (2) not well suited for ESG integration, Crestline looks to its Core Principles and best industry practices when applying this Policy. We will then make investment decisions as standard practice based on the likelihood of capital preservation and expected risk adjusted returns. Covenants and ESG guidelines may be a part of our evaluation as we consider new investments.

Integrating ESG factors into our investment evaluation process does not mean that ESG information is the sole or primary consideration for an investment decision; rather, Crestline's portfolio managers and analyst teams evaluate and weigh a variety of financial and non-financial factors, which can include ESG considerations, to make investment decisions. The relevance of ESG considerations to investment decisions varies across asset classes and strategies. By increasing and diversifying the information assessed by the portfolio management team where relevant, we believe that we are able to generate a more holistic view of an investment, which we believe will generate opportunities to enhance returns for our clients. Adoption of this Policy and adherence to the UN PRI should not be interpreted by Crestline's clients to mean that every investment made by a Crestline Account going forward will appear to be consistent with ESG investing. Rather, as a registered investment adviser, Crestline owes its clients a fiduciary duty, which Crestline does not view to be inconsistent in all cases with complying with this Policy or adhering to the UN PRI.

The investment teams are not required to exclude companies from portfolios due to poor ESG ratings, nor are they limited to using a specific method (e.g., declining to invest or deciding to divest) to integrate ESG considerations. Instead, the investment teams evaluate ESG characteristics alongside other strategic, business and financially-material company characteristics (e.g., valuations, growth and profitability) as part of the overall assessment of an investment opportunity when making investment decisions. However, there may be circumstances where it is appropriate to consider exclusions from the investment portfolio, including, but not limited to (1) investments in specific companies or industries that potentially have a material negative impact on Crestline's reputation, or (2) as specially identified by the Investment Committee.

With respect to any Crestline Accounts that have launched prior to the date of this Policy ("Existing Funds"), application of this Policy going forward will not alter the investment strategies or objectives of such Existing Funds. Rather, incorporation of ESG considerations into the investment selection process for such Existing Funds going forward will serve to complement Crestline's existing risk management framework that applies when performing due diligence on potential investments in a manner consistent with its duties to its clients.

Engagement

Engagement is considered successful to the extent that it improves transparency, controls risks, and provides a higher investment return.

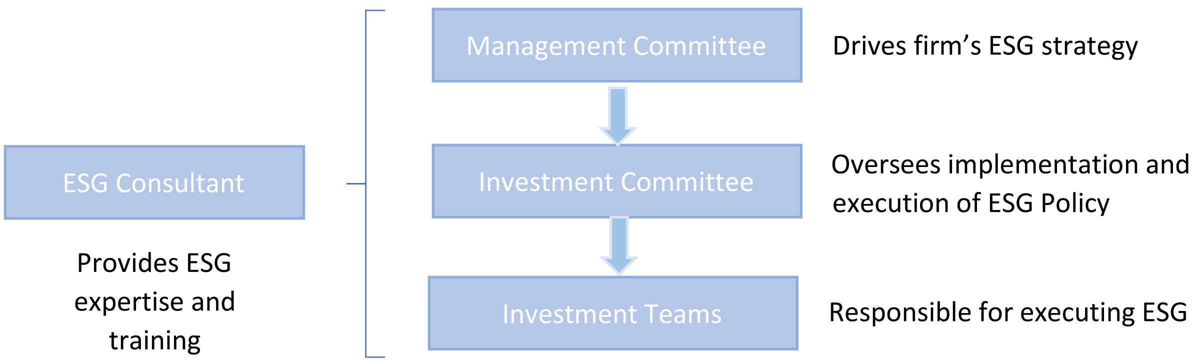
For our credit strategy investments, our active dialogue with company management and/or sponsors allows us to (1) monitor the progress of the investment as compared to our underwriting expectations and assess any developments, including ESG-related issues that could negatively affect our financial position, and (2) have discussions encouraging borrowers to improve on ESG matters identified during the investment process.

Engagement – Proxy Voting

Voting rights with respect to each investment may vary, but Crestline will consider the best interests of clients, taking into account several relevant factors, as set forth in Crestline's Proxy Voting Policy. For Summit Strategies, Crestline requires, to the extent practical, underlying investment internal and external subadvisor Portfolio Managers (collectively "Portfolio Managers") to adopt proxy voting policies consistent with this Policy.

Governance

Crestline's Management Committee approved this Policy and defines the scope and applicability. The Management Committee requires the relevant Investment Committee to oversee and be responsible for implementing this Policy and holds the relevant Investment Committee accountable for integrating ESG information into their investment analysis. The investment teams are responsible for applying this Policy to the extent that it is relevant to the asset class and has a material financial impact. This Policy is reviewed annually by the Management Committee.



Training

Crestline believes effective implementation of this Policy depends on a widespread understanding of ESG factors, how they impact value, and the tools necessary to evaluate them. To support the implementation of this Policy, Crestline has instituted an educational program to enhance the knowledge of its investment professionals. As part of this program, Crestline provides investment professionals with access to ESG documentation and conducts ongoing educational programs at least annually.

Documentation

ESG information identified as material varies by product type, strategy, industry, company and market trends. Materiality of ESG information is determined by each investment team using internally developed guidelines alongside established industry practices, such as those published by PRI or the Sustainable Accounting Standards Board ("SASB"). When ESG information is considered a material factor, our investment team documents the findings through a standardized, proprietary ESG questionnaire developed in accordance with this Policy, and incorporates the findings as part of its analysis into its investment memorandum.

Reporting

We highly value the transparency that we receive from our investments and portfolio companies and seek to provide meaningful transparency to our clients. Crestline intends to report annually its responsible investment activities and progress. This reporting will include highlights of ESG information collected from the portfolio companies and/or sponsors. Crestline also intends to participate in the PRI Reporting Framework which includes the annual PRI Transparency and Assessment Reports. The PRI Assessment Report results are used as a key performance indicator to measure the outcomes of our responsible investment activities.

Definitions

This Policy supplements and should be read in conjunction with the applicable Prospectus, Confidential Private Placement Memorandum, Private Offering Memorandum, Partnership Agreement, Account Agreement or other applicable governing agreement of the relevant Crestline Account (each, a “Governing Document”). In the event of a conflict between this Policy and the applicable Governing Document, the provisions of the applicable Governing Document shall control.

Policy Supplement – ESG Standards for Opportunistic Investing Strategy

To the extent determined to be material in accordance with this Policy, the following represents examples of ESG factors Crestline may consider in the application of this Policy to potential investments for its Opportunistic Investing Strategy.

Category	ESG Considerations	Our Approach
Environmental	▪ Climate change ▪ Energy, water, and waste management and mitigation ▪ Utilization of renewable resources ▪ Commitment to conservation ▪ Energy efficiency	▪ Evaluate the physical and transitional risks associated with climate change ▪ Review environmental factors material within the investment time horizon ▪ Identify companies using renewable energy sources or employing energy/waste efficient strategies (LEED Certification, Energy Star, Zero Waste, etc.)
Social	▪ Rights and well-being of people and communities ▪ Employee recruitment, retention, and workplace diversity ▪ Employee health and safety ▪ Workplace safety ▪ Supply chain risk	▪ Review borrowers for labor law violations, worker health and safety and human rights abuses ▪ Review workplace safety violations ▪ Review employee hiring, retention and diversity policies ▪ Review company's social responsibility principles
Governance	▪ Board structure and diversity ▪ Minority ownership ▪ Business ethics ▪ Legal and regulatory compliance ▪ Commitment to strong corporate governance ▪ Overall business strategy	▪ Evaluate corporate board and ownership diversity ▪ Review borrowers for bribery, improper political contributions, money laundering and other unethical business practices ▪ Review control structure ▪ Review known open or settled litigation or government investigations
Engagement	▪ Active engagement	▪ Engage with management annually

Policy Supplement – ESG Standards for Direct Lending Strategy

To the extent determined to be material in accordance with this Policy, the following represents examples of ESG factors Crestline may consider in the application of this Policy to potential investments for its Direct Lending Strategy.

Category	ESG Considerations	Our Approach
Environmental	▪ Climate change ▪ Energy, water, and waste management and mitigation ▪ Utilization of renewable resources ▪ Commitment to conservation ▪ Energy efficiency	▪ Evaluate the physical and transitional risks associated with climate change ▪ Review environmental factors material within the investment time horizon ▪ Identify companies using renewable energy sources or employing energy/waste efficient strategies (LEED Certification, Energy Star, Zero Waste, etc.)
Social	▪ Rights and well-being of people and communities ▪ Employee recruitment, retention, and workplace diversity ▪ Employee health and safety ▪ Workplace safety ▪ Supply chain risk	▪ Review borrowers for labor law violations, worker health and safety and human rights abuses ▪ Review workplace safety violations ▪ Review employee hiring, retention and diversity policies ▪ Review company's social responsibility principles
Governance	▪ Board structure and diversity ▪ Minority ownership ▪ Business ethics ▪ Legal and regulatory compliance ▪ Commitment to strong corporate governance ▪ Overall business strategy	▪ Evaluate corporate board and ownership diversity ▪ Review borrowers for bribery, improper political contributions, money laundering and other unethical business practices ▪ Review control structure ▪ Review known open or settled litigation or government investigations
Engagement	▪ Active engagement	▪ Engage with management annually

Policy Supplement – ESG Standards for Fund Liquidity Solutions Strategy

To the extent determined to be material in accordance with this Policy, the following represents examples of ESG factors Crestline may consider in the application of this Policy to potential investments for its Fund Liquidity Solutions Strategy.

Category	ESG Considerations	Our Approach
Environmental	▪ Climate change ▪ Energy, water, and waste management and mitigation ▪ Utilization of renewable resources ▪ Commitment to conservation ▪ Energy efficiency	▪ Evaluate the physical and transitional risks associated with climate change ▪ Review environmental factors material within the investment time horizon ▪ Identify companies using renewable energy sources or employing energy/waste efficient strategies (LEED Certification, Energy Star, Zero Waste, etc.)
Social	▪ Rights and well-being of people and communities ▪ Employee recruitment, retention, and workplace diversity ▪ Employee health and safety ▪ Workplace safety ▪ Supply chain risk	▪ Review borrowers for labor law violations, worker health and safety and human rights abuses ▪ Review workplace safety violations ▪ Review employee hiring, retention and diversity policies ▪ Review company's social responsibility principles
Governance	▪ Board structure and diversity ▪ Minority ownership ▪ Business ethics ▪ Legal and regulatory compliance ▪ Commitment to strong corporate governance ▪ Overall business strategy	▪ Evaluate corporate board and ownership diversity ▪ Review borrowers for bribery, improper political contributions, money laundering and other unethical business practices ▪ Review control structure ▪ Review known open or settled litigation or government investigations
Engagement	▪ Active engagement	▪ Engage with management annually

Policy Supplement – ESG Standards for Summit Strategies

To the extent determined to be material in accordance with this Policy, the following represents examples of ESG factors Crestline may consider in the application of this Policy to potential investments for its Summit Strategies.

Category	ESG Considerations	Our Approach
Diversity	▪ Support diversity in Portfolio Manager selection	▪ Consider diversity as an element when choosing the population of managers included in the Portfolio Manager selection process
Governance	▪ Business ethics ▪ Control structure	▪ Screening Portfolio Managers for regulatory violations, money laundering and other unethical business practices ▪ Review known open or settled litigation or government investigations ▪ Implement a strong control structure
Engagement	▪ Engagement – Proxy Voting	▪ Require underlying Portfolio Managers to maintain proxy voting policies[2]

[2] Summit Strategies' internal employee Portfolio Managers are subject to the RI Policy. Crestline requires external subadvisor Portfolio Managers to maintain proxy voting policies consistent with their fiduciary responsibilities and regulatory requirements.

Policy Supplement – ESG Standards for Insurance Strategies

To the extent determined to be material in accordance with this Policy, the following represent examples of ESG factors Crestline may consider in the application of this Policy to potential investments for its Insurance Strategies.

Category	ESG Considerations	Our Approach
Suitability & Ethical Behavior	▪ Transparent Information & Fair Advice for Customers	▪ Screen third party relationships for unfair business practices ▪ Adopt industry practices to protect all stakeholders' personal information
Investments	▪ Adherence to Crestline RI Policy	▪ Incorporate Crestline RI Policy for internally evaluated investments ▪ Duplicate RI Policy and workflow for investments outside Crestline's RI control environment

Policy Supplement – ESG Standards for Climate Change

Crestline understands the importance of considering the investment risks associated with climate change and fully supports the principles of the Task Force on Climate-Related Financial Disclosures ("TCFD"). We recognize climate change is increasingly becoming a material risk for our investments as they face the impacts from (1) the physical effects of climate change, (2) changes in the economic business environment, and (3) regulatory actions designed to reduce emissions. Our clients are also increasingly concerned and may expect Crestline to take a systematic approach in addressing climate risk.

The following represents a summary of how Crestline intends to address climate risk within its investment time horizon:

1. During due diligence, the investment teams determine an individual investment's financial exposure to climate risk by considering the following risk factors:
    - Physical risks – This includes material risks of financial loss from the increased frequency of extreme weather events, fire, flooding, extended droughts and other physical risks associated with climate change.
    - Transitional risks – Within an investment's time horizon, the investment team considers transitional risks such as shifts in government policy and other changes in the economic landscape that could materially impair an asset's valuation.
2. If investments are exposed to significant climate-related risks within the investment's time horizon, the investment team (1) may engage with company management and/or sponsors to define an action plan to mitigate climate-related risks, and (2) may integrate climate considerations into the valuation model.

Appendix A

This Policy excludes AUM within Crestline's Derivative Solutions strategy.