

Verifier Statement

Independent Verification Report

Prepared for Nuveen: September 30th, 2024

Introduction

As a signatory of the Operating Principles for Impact Management (the Impact Principles)¹, Nuveen engaged BlueMark to undertake an independent verification of the alignment of Nuveen’s impact management (IM) system with the Impact Principles. Nuveen’s assets under management covered by the Impact Principles (Covered Assets) totals \$15.9 billion², as of December 31, 2023.

Summary assessment conclusions

BlueMark has independently verified Arcmont’s (Nuveen Private Debt) extent of alignment with the Impact Principles. Key takeaways from BlueMark’s assessment are as follows:

Principle 1: Arcmont’s Impact Lending Fund (ILF) focuses on four key Impact Themes: 1) Climate, 2) Health, 3) Education, and 4) Sustainable Economic Growth. The theme-level impact theses are undergirded by evidence cited from relevant intergovernmental bodies and other sources.

Principle 2: Arcmont has developed a comprehensive Impact Management process that allows the firm to manage impact on a portfolio basis and throughout the lifecycle of the investment. The firm has also linked its staff incentive systems. To further align, the firm should fully operationalize its IVP system to enable portfolio-level impact monitoring.

Principle 3: Arcmont intends to contribute to the achievement of its investees’ impact primarily through offering either an impact-linked or sustainability-linked margin ratchet. To further align, the firm should assess its expected contributions for each investment ex-ante and develop processes to monitor progress against the expected contributions.

Principle 4: Arcmont has developed a structured process for evaluating the expected positive impact of investments through a comprehensive ex-ante impact assessment, including engaging with external consultants to review and validate the investee-level theory of change and impact assessment and set 2-4 impact KPIs for each borrower.

Principle 5: Arcmont has clearly described the firm-wide standards, reporting roles & responsibilities, and approach to integrating material ESG factors at each stage of the investment lifecycle. The firm plans to track ESG risks identified through a quarterly review process.

Principle 6: Arcmont plans to track Impact KPIs for each investment to monitor progress toward each investment's intended Sustainable Objective at least annually. To further align, the firm should expand its quarterly portfolio reporting template to capture financial, ESG, and Impact updates for the Impact Lending Fund.

Principle 7: Arcmont is still in the process of developing its approach to responsible exits. To further align, the firm should formalize a comprehensive responsible exit framework and exit investment memorandum to ensure consistently application of the framework developed.

Principle 8: Arcmont plans to collect impact KPI data on an annual basis and the impact investment committee will review the data and assess progress. To further align, Arcmont should develop a periodic review and learning protocol at both the investment- and portfolio levels and use findings to improve operational and strategic decisions.

¹ Principle 9 states that signatories “shall publicly disclose, on an annual basis, the alignment of its impact management systems with the Impact Principles and, at regular intervals, arrange for independent verification of this alignment. The conclusions of this verification report shall also be publicly disclosed. These disclosures are subject to fiduciary and regulatory concerns.”

² Assets under management figure as reflected in Nuveen’s Disclosure Statement as of July 2024. BlueMark’s assessment did not include verification of the AUM figure.

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Summary assessment conclusions

BlueMark has independently verified Nuveen Global Fixed Income Impact’s (Nuveen FI) extent of alignment with the Impact Principles. Key takeaways from BlueMark’s assessment are as follows:

Principle 1: Nuveen FI focuses on four impact themes: affordable housing, renewable energy and climate change, community and economic development, and natural resources. Each theme is mapped to the relevant SDGs and their underlying target, and the impact objectives are underpinned by research and industry standards.

Principle 2: Nuveen FI seeks “direct” and “measurable” investments and compares the impact performance of investments within the same theme using common metrics. These metrics can be aggregated for each theme where relevant, leveraging the master data table. The firm also integrates impact-related activities into its performance review.

Principle 3: Nuveen FI’s main investor contributions include providing catalytic capital, leveraging its impact and ESG expertise and network connections, and conducting strategic engagements with potential issuers and industry stakeholders. The firm utilizes an Engagement Track to assess expected impact and monitor outcomes.

Principle 4: Nuveen FI consistently assesses the use of proceeds from prospective issuers against its Impact Framework. The firm also uses Qualification Scenarios to guide impact review requirements for prospective investments and draws from offering documents, second-party opinions, and relevant industry frameworks to inform analyses.

Principle 5: Nuveen FI applies its Negative Impact Framework to analyze an issuer’s management of negative impacts and material ESG risks associated with the financed projects and monitors ESG risks through annual reporting. The team re-evaluates the project against its Impact Framework and responds accordingly when new risks arise.

Principle 6: Nuveen FI consistently monitors the impact performance of its investments by directly collecting social and environmental impact data from the issuers’ disclosure annually. Impact data is further reviewed, analyzed, and stored in the Master Data Table.

Principle 7: Nuveen FI ensures the sustainability of its impact by integrating safeguards during underwriting, engaging with issuers, and using an Impact at Exit Questionnaire to assess the continuation of impact through various exit strategies and considerations. To further align, the firm should ensure consistent use of the questionnaire.

Principle 8: Nuveen FI conducts quarterly impact holdings reviews to ensure investments maintain their impact classification and are correctly categorized within the four investment themes. The firm also regularly reflects on lessons learned and integrates such learnings into improving investment strategy and operational processes.

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Summary assessment conclusions

BlueMark has independently verified Nuveen German Living Impact Fund (GERLIF)’s extent of alignment with the Impact Principles. Key takeaways from BlueMark’s assessment are as follows:

Principle 1: Nuveen GERLIF has developed a clear Theory of Change (ToC) focused on 1) developing affordable housing in Baden-Württemberg and elsewhere in Germany, 2) developing projects with sustainable modular wood construction, and 3) supporting resident communities in cooperation with the Hopebearer Foundation. To further align, the firm should build out an evidence base to support its ToC.

Principle 2: Nuveen GERLIF is at the early stages of developing a framework to manage impact at the portfolio level, given the portfolio currently contains a single property. To further align, the firm should develop a portfolio-level impact monitoring and comparison tool and formally implement an impact-linked incentive system.

Principle 3: Nuveen GERLIF’s investor contribution strategy has three main pillars and assesses its expected contributions in the Project Scorecard. To further align, the firm should further build out an evidence base of its contribution activities.

Principle 4: Nuveen GERLIF assesses each opportunity against 6 dimensions and employs a Project Scorecard that assigns an expected and net impact score against the IMP’s 5 dimensions of impact. To further align, the firm should consider soliciting stakeholders’ inputs to inform its ex-ante assessments and setting impact targets for each property.

Principle 5: Nuveen GERLIF collaborates with external consultancy to conduct its ESG and EU Taxonomy due diligence. To further align, the firm should prioritize developing an ESG risk monitoring process and formalize an approach for addressing any underperformance or new risks.

Principle 6: Nuveen GERLIF leverages a quarterly reporting template to collect quantitative impact data and plans to roll out an annual Resident Survey to understand the impact experienced by the current residents to further validate the long-term outcomes. To further align, the firm should develop a process for managing impact underperformance.

Principle 7: Nuveen GERLIF has indicated in the PPM that it will seek a responsible exit and has developed a rubric for considering the sustainability of an exit. To further align, the firm should develop an exit template that reviews the impact achieved over the lifetime of the investments and the likelihood of impact continuing in the future.

Principle 8: Nuveen GERLIF reviews the impact performance of its property on a quarterly basis and has partnered with Phineo to produce an annual impact report to summarize its key impact achievements and stakeholder feedback. To further align, the firm should develop a well-defined impact review process that includes how learnings emerged from the review will be integrated to improve strategic and operational processes.

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Summary assessment conclusions

BlueMark has independently verified Nuveen U.S. Affordable Housing’s extent of alignment with the Impact Principles. Key takeaways from BlueMark’s assessment are as follows:

Principle 1: Nuveen U.S. Affordable Housing has conducted extensive research to underpin its Theory of Change and investment strategy that focuses on 1) preserving and increasing the supply of affordable housing in the U.S., 2) improving the quality of affordable housing, and 3) enhancing residents’ well-being.

Principle 2: Nuveen U.S. Affordable Housing manages impact on a portfolio basis and throughout the lifecycle of the investment leveraging its proprietary IRC Impact Framework. The firm has linked impact performance to its staff incentive systems by requiring the implementation of sustainability goals for relevant firm members.

Principle 3: Nuveen U.S. Affordable Housing views its investor contributions mainly through the implementation of a minimum of five “sustainability priorities” within 12 months of onboarding a property. The firm tracks progress consistently and has evidenced positive outcomes through its third-party partnerships.

Principle 4: Nuveen U.S. Affordable Housing consistently applies its IRC Impact Framework and leverages its Asset Scorecard to assess the expected impact of each prospective acquisition. The firm also visits property sites to gather feedback from property managers and residents to inform its impact assessment, where possible.

Principle 5: Nuveen U.S. Affordable Housing lays out a multi-stage ESG screening and due diligence process in its Sustainability and ESG Risk Management Framework. The firm monitors ESG performance through its annual SSBB survey and actively helps properties that are behind on performance to improve via the Asset Management Action Plan.

Principle 6: Nuveen U.S. Affordable Housing consistently monitors each investment's impact performance by collecting quarterly residential services data and a more comprehensive set of data via the SSBB survey annually. Additionally, the firm is also working on several initiatives to evidence the links between its outputs to the long-term impact on residents.

Principle 7: Nuveen U.S. Affordable Housing has developed a strategic approach to managing the sustainability of impact at and beyond exit and utilizes a Responsible Exit Due Diligence Questionnaire to assess the likelihood that impact will be maintained through several key factors such as buyer assessment and affordability.

Principle 8: Nuveen U.S. Affordable Housing implemented several impact review mechanisms including a Feedback Memo for each propriety on bi-weekly meetings with the Asset Management team. To further align, the firm should review and document any unintended consequences and the broader impacts resulting from its investments.

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Summary assessment conclusions

BlueMark has independently verified Nuveen U.S. Private Equity Impact Investing’s (Nuveen PE) extent of alignment with the Impact Principles. Key takeaways from BlueMark’s assessment are as follows:

Principle 1: Nuveen Private Equity has clearly defined impact objectives centered around Inclusive Transition, which involves the intersection of Inequality & Affordability and Climate Change Mitigation & Adaptation. The firm compiles external evidence to support how its investment thesis helps to address the challenges underpinning its impact objectives.

Principle 2: Nuveen Private Equity has developed a standardized process for managing and comparing impact performance across its investments. The firm uses Novata to monitor and compare impact at the portfolio-level and links its staff incentive systems to the achievement of impact.

Principle 3: Nuveen Private Equity assesses what it expects its investor contribution for each investment as part of the IRC memos and logs contribution activities and outcomes using an engagement tracker.

Principle 4: Nuveen Private Equity has established a well-defined ex-ante impact assessment process aligned with IMP’s Five Dimensions of Impact framework to standardize its assessment. Additionally, the firm establishes headline KPIs for each investment during the due diligence process.

Principle 5: Nuveen Private Equity consistently employs a multi-stage ESG integration process to identify and manage ESG risks and collects core ESG metrics on an annual basis via Novata. The firm also actively monitors for potential new risks and underperformance and engages with portfolio companies accordingly.

Principle 6: Nuveen Private Equity has developed a standardized process to monitor impact performance against expectations and has codified its data collection timeline and responsibilities. Additionally, the firm compares impact data collected with relevant industry benchmarks and works with external partners to solicit input from stakeholders of select portfolio companies to better understand impact performance.

Principle 7: Nuveen Private Equity has developed a framework for managing the sustainability of impact at and beyond exit and assesses initial responsible exit considerations during due diligence. At the time of exit, the firm drafts an “impact at exit” addendum, which captures how likely the investee and acquirer are to preserve impact.

Principle 8: Nuveen Private Equity has a clear process for regularly reviewing and documenting the impact performance of its investments. The Impact Team leverages dedicated working sessions, at least annually, to discuss any significant improvement and/or changes to IM practices and operations.

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Assessment methodology and scope

Nuveen provided BlueMark with the relevant supporting documentation for the policies, processes, and tools related to the IM system applicable to the Covered Assets. The scope of BlueMark’s work was limited to processes in place related to the Covered Assets as of September 2024. BlueMark’s assessment of the IM system included an evaluation of both the system itself and supporting documentation, as well as the consistency of the draft disclosure statement with the IM system. BlueMark believes that the evidence obtained in the scope of its assessment is sufficient and appropriate to provide a basis for our conclusions.¹¹

BlueMark’s full assessment methodology, based on its professional judgment, consisted of:

1. Assessment of the IM system in relation to the Impact Principles, using BlueMark’s proprietary rubric, and examining processes and policies against the following criteria:
 - *Compliance* of the IM system with a threshold level of practice;
 - *Quality* of the IM system’s design in terms of its consistency and robustness; and
 - *Depth* of sub-components of the system, focused on completeness
2. Interviews with Nuveen’s staff responsible for defining and implementing the IM system;
3. Testing of selected Nuveen’s transactions to check the application of the IM system; and
4. Delivery of detailed assessment findings to Nuveen, outlining areas of strong alignment and recommended improvement, as well as BlueMark’s proprietary benchmark ratings on the extent of alignment to each of the Impact Principles.

Permissions

This statement, including our conclusions, has been prepared solely for Nuveen in accordance with the agreement between our firms, to assist Nuveen in fulfilling Principle 9 of the Operating Principles for Impact Management. We permit Nuveen to disclose this statement in its entirety online, or to furnish this statement to other interested parties to demonstrate Nuveen’s alignment with the Operating Principles for Impact Management. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Nuveen for our work or this statement except where terms are expressly agreed between us in writing.

About BlueMark

BlueMark, a Delaware-registered public benefit company, is a leading provider of impact verification services in the impact investing market. BlueMark was founded with a mission to “strengthen trust in impact investing” and to help bring more accountability to the impact investment process. BlueMark has conducted this verification with an independent and unconflicted team experienced in relevant impact measurement and management issues. BlueMark has implemented a Standard of Conduct requiring our employees to adhere to the highest standards of professional integrity, ethics, and objectivity in their conduct of business activities.

BlueMark has office locations in London, UK; New York, NY; and Portland, OR; and is headquartered at 154 W 14th St, 2nd Floor, New York, NY 10011. Its outside investors include S&P Global, Temasek Trust Capital, Blue Haven Initiative, Gunung Capital, Tsao Family Office, Ford Foundation and Radicle Impact. For more information, please visit www.bluemark.co.

¹¹ The scope of BlueMark’s assessment procedures does not include the verification of the resulting impacts achieved. BlueMark’s assessment is based on its analyses of publicly available information and information in reports and other material provided by Nuveen. BlueMark has relied on the accuracy and completeness of any such information provided by Nuveen. The assessment results represent BlueMark’s professional judgment based on the procedures performed and information obtained from Nuveen.