



LEA 02	Disclosures	Monetary	Principles
<p>By providing investors with timely and reliable information, companies can help investors make informed decisions and improve their investment performance. This information should be provided in a clear, concise, and accessible manner, and should be consistent with the company's financial statements and other public disclosures.</p> <p>Investors should also be provided with information on the company's environmental, social, and governance (ESG) performance, including any material risks and opportunities. This information should be provided in a clear, concise, and accessible manner, and should be consistent with the company's financial statements and other public disclosures.</p>	<p>LEA 02</p>	<p>Monetary</p>	<p>Principles</p> <p>PRI 1, 2, 3</p>
<p>Type of engagement</p> <p>Individual/internal staff engagements</p> <p>Collaborative engagements</p> <p>Service provider engagements</p>	<p>Reason for interaction</p> <p><input checked="" type="checkbox"/> To support investment decision-making in & company's interests</p> <p><input checked="" type="checkbox"/> To influence corporate transition or identify the need for additional action</p> <p><input checked="" type="checkbox"/> To engage investor ESG advisors</p> <p><input type="checkbox"/> Other: specify</p> <p><input type="checkbox"/> We do not engage with internal staff</p> <p><input type="checkbox"/> To support investment decision-making in & company's interests</p> <p><input type="checkbox"/> To influence corporate transition or identify the need for additional action</p> <p><input type="checkbox"/> Other: specify</p> <p><input type="checkbox"/> We do not engage with collaborative engagements</p> <p><input type="checkbox"/> To support investment decision-making in & company's interests</p> <p><input type="checkbox"/> To influence corporate transition or identify the need for additional action</p> <p><input type="checkbox"/> Other: specify</p> <p><input type="checkbox"/> We do not engage with service providers</p> <p><input type="checkbox"/> To support investment decision-making in & company's interests</p> <p><input type="checkbox"/> To influence corporate transition or identify the need for additional action</p> <p><input type="checkbox"/> Other: specify</p>		

RI TRANSPARENCY REPORT

2014/15

TPG Capital Advisors, LLC

About this report

The PRI Reporting Framework is a key step in the journey towards building a common language and industry standard for reporting responsible investment (RI) activities. This RI Transparency Report is one of the key outputs of this Framework. Its primary objective is to enable signatory transparency on RI activities and facilitate dialogue between investors and their clients, beneficiaries and other stakeholders. A copy of this report will be publicly disclosed for all reporting signatories on the [PRI website](#), ensuring accountability of the PRI Initiative and its signatories.

This report is an export of the individual Signatory organisation's response to the PRI during the 2014-15 reporting cycle. It includes their responses to mandatory indicators, as well as responses to voluntary indicators the signatory has agreed to make public. The information is presented exactly as it was reported. Where an indicator offers a response option that is multiple-choice, all options that were available to the signatory to select are presented in this report. Presenting the information exactly as reported is a result of signatory feedback which suggested the PRI not summarise the information. As a result, the reports can be extensive. However, to help easily locate information, there is a **Principles index** which highlights where the information can be found and summarises the indicators that signatories complete and disclose.

Understanding the Principles Index

The Principles Index summarises the response status for the individual indicators and modules and shows how these relate to the six [Principles for Responsible Investment](#). It can be used by stakeholders as an 'at-a-glance' summary of reported information and to identify particular themes or areas of interest.

Indicators can refer to one or more Principles. Some indicators are not specific to any Principle. These are highlighted in the 'General' column. When multiple Principles are covered across numerous indicators, in order to avoid repetition, only the main Principle covered is highlighted.

All indicators within a module are presented below. The status of indicators is shown with the following symbols:

Symbol	Status
✓	The signatory has completed all mandatory parts of this indicator
☑	The signatory has completed some parts of this indicator
🔒	This indicator was not relevant for this signatory
-	The signatory did not complete any part of this indicator
Ⓜ	The signatory has flagged this indicator for internal review

Within the table, indicators marked in blue are mandatory to complete. Indicators marked in grey are voluntary to complete.

Principles Index

Organisational Overview				Principle						General
Indicator	Short description	Status	Disclosure	1	2	3	4	5	6	
OO 01	Signatory category and services	✓	Public							✓
OO 02	Headquarters and operational countries	✓	Public							✓
OO 03	Subsidiaries that are separate PRI signatories	✓	Public							✓
OO 04	Reporting year and AUM	✓	Public							✓
OO 05	Breakdown of AUM by asset class	✓	Asset mix disclosed in OO 06							✓
OO 06	How would you like to disclose your asset class mix	✓	Public							✓
OO 07	Segregated mandates or pooled funds	🔒	n/a							✓
OO 08	Breakdown of AUM by market	✓	Private							✓
OO 09	Additional information about organisation	✓	Private							✓
OO 10	RI activities for listed equities	🔒	n/a							✓
OO 11	RI activities in other asset classes	✓	Public							✓
OO 12	Modules and sections required to complete	✓	Public							✓

Overarching Approach				Principle						General
Indicator	Short description	Status	Disclosure	1	2	3	4	5	6	
OA 01	RI policy and other guidance documents	✓	Public							✓
OA 02	Publicly available policies / documents	✓	Public							✓
OA 03	Policy components and coverage	✓	Public	✓	✓					
OA 04	Conflicts of interest	✓	Public							✓
OA 05	RI goals and objectives	✓	Public							✓
OA 06	Main goals/objectives this year	✓	Private							✓
OA 07	Governance, management structures and RI processes	✓	Private							✓
OA 08	RI roles and responsibilities	✓	Public							✓
OA 09	RI in performance management, reward and/or personal development	✓	Private							✓
OA 10	Collaborative organisations / initiatives	✓	Public				✓	✓		
OA 11	Promoting RI independently	✓	Public				✓			
OA 12	Dialogue with public policy makers or standard setters	✓	Private				✓	✓	✓	
OA 13	ESG issues in strategic asset allocation	✓	Private	✓						
OA 14	Allocation of assets to environmental and social themed areas	✓	Private	✓						
OA 15	ESG issues for internally managed assets not reported in framework	🔒	n/a							✓
OA 16	ESG issues for externally managed assets not reported in framework	🔒	n/a							✓
OA 17	RI/ESG in execution and/or advisory services	🔒	n/a	✓	✓					
OA 18	Innovative features of approach to RI	✓	Private							✓
OA 19	Internal and external review and assurance of responses	✓	Private							✓

Direct – Private Equity				Principle						General
Indicator	Short description	Status	Disclosure	1	2	3	4	5	6	
PE 01	Breakdown of investments by strategy	✓	Private							✓
PE 02	Typical level of ownership	✓	Private							✓
PE 03	Description of approach to RI	✓	Private	✓						✓
PE 04	Investment guidelines and RI	✓	Public		✓					
PE 05	Fund placement documents and RI	✓	Public	✓			✓		✓	
PE 06	Formal commitments to RI	✓	Private				✓			
PE 07	Incorporating ESG issues when selecting investments	✓	Public	✓						
PE 08	ESG advice and research when selecting investments	✓	Private	✓						
PE 09	ESG issues in investment selection process	✓	Public	✓		✓				
PE 10	Types of ESG information considered in investment selection	✓	Private	✓		✓				
PE 11	Encouraging improvements in investees	✓	Private	✓	✓					
PE 12	ESG issues impact in selection process	✓	Private	✓						
PE 13	Proportion of companies monitored on their ESG performance	✓	Public		✓					
PE 14	Proportion of portfolio companies with sustainability policy	✓	Public		✓					
PE 15	Actions taken by portfolio companies to incorporate ESG issues into operations	✓	Private		✓					
PE 16	Type and frequency of reports received from portfolio companies	✓	Private		✓	✓				
PE 17	Disclosure of ESG issues in pre-exit	✓	Private		✓					
PE 18	ESG issues affected financial/ESG performance	✓	Private	✓	✓					
PE 19	Examples of ESG issues that affected your PE investments	✓	Private	✓		✓				
PE 20	Disclosure of ESG information to public and clients/beneficiaries	✓	Public							✓
PE 21	Approach to disclosing ESG incidents	✓	Private							✓

TPG Capital Advisors, LLC

Reported Information

Public version

Organisational Overview

PRI disclaimer

This document presents information reported directly by signatories. This information has not been audited by the PRI Secretariat or any other party acting on their behalf. While this information is believed to be reliable, no representations or warranties are made as to the accuracy of the information presented, and no responsibility or liability can be accepted for any error or omission.

Basic Information

OO 01

Mandatory

Gateway/Peering

General

OO 01.1

Select the services you offer.

Fund management

% of assets under management (AUM) in ranges

- <10%
- 10-50%
- >50%

Fund of funds, manager of managers, sub-advised products

Other, specify

Advisory services as defined by PRI

% of assets under management (AUM) in ranges

- <10%
- 10-50%
- >50%

Execution and advisory services

OO 02

Mandatory

Peering

General

OO 02.1

Select the location of your organisation's headquarters.

United States

OO 02.2

Indicate the number of countries in which you have offices (including your headquarters).

- 1
- 2-5
- 6-10
- >10

OO 02.3

Indicate the approximate number of staff in your organisation in full-time equivalents (FTE).

FTE

760

OO 02.4 Additional information. [Optional]

TPG has an international staff of approximately 760 employees, operating professionals, senior advisors, and field ops advisors. The number of investment professionals globally is approximately 400, that includes operating professionals, fundraising, Central team, public relations and excludes interns, as of 12/30/14. Field ops advisors are primarily non-employee advisors fully dedicated to TPG and senior advisors are primarily non-employee advisors with varying time commitments. Our back and middle office professionals include, among other things, finance, HR, legal and compliance, IT/business solutions, office administration and support.

OO 03 **Mandatory** **Descriptive** **General**

OO 03.1 Indicate whether you have subsidiaries within your organisation that are also PRI signatories in their own right.

- Yes
- No

OO 04 **Mandatory** **Gateway/Peering** **General**

OO 04.1 Indicate the year end date for your reporting year.

31/12/2014

OO 04.2 Indicate your total AUM at the end of your reporting year, excluding subsidiaries you have chosen not to report on, and advisory/execution only assets.

	trillions	billions	millions	thousands	hundreds
Total AUM		46	702	400	000
Currency	USD				
Assets in USD		46	702	400	000

OO 04.5 Indicate the level of detail you would like to provide about your asset class mix.

- Approximate percentage breakdown to the nearest 5% (e.g. 45%)
- Broad ranges breakdown (i.e. <10%; 10-50%; >50%)

OO 06 **Mandatory** **Descriptive** **General**

OO 06.1 To contextualise your responses to the public, indicate how you would like to disclose your asset class mix.

- Publish our asset class mix as percentage breakdown

	Internally managed (%)	Externally managed (%)
Listed equity	0	0

Fixed income – corporate	0	0
Fixed income – government	0	0
Fixed income – other	0	0
Private debt	0	0
Private equity	100	0
Property	0	0
Infrastructure	0	0
Commodities	0	0
Hedge funds	0	0
Forestry	0	0
Farmland	0	0
Inclusive finance	0	0
Cash	0	0
Other (1), specify	0	0
Other (2), specify	0	0

- Publish our asset class mix as broad ranges
- Publish our asset class mix as per attached file (the following image formats can be uploaded: .jpg, .jpeg, .png, .bmp and .gif)

OO 06.2

Additional information. [Optional]

Our private equity funds include publicly listed equity.

Gateway asset class implementation indicators

OO 11	Mandatory	Gateway	General
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OO 11.1

Indicate if in the reporting year you incorporated ESG issues into your investment decisions and/or your active ownership practices in the following internally managed asset classes.

- Private equity
- None of the above

OO 11.3

Additional information. [Optional]

ESG factors are incorporated into the due diligence process, which is embedded in the Investment Review Committee and evaluates ESG issues as part of TPG's due diligence process. When reviewing investments we conduct a systematic review and risk assessment for the particular sector & industry. The ESG team initiates review at the early stages of the investment review process based on TPG ESG principles:

- o Essential to identify issues with the sustainability team at an early stage, before it goes to early warning
- o Diagnostics and tool kits to identify risk and value
- o Internal guidelines, training and case studies on TPG internal web site (i.e., TPGNet) for all deal and ops professionals to access and learn from as well as annual ESG training for all new hires
- o Deal team support
- o Topic/domain/policy specific consultants
- o 100 day planning
- o Flow through to operational norms/practices

Investment Committee materials have information included on ESG, where relevant.

Moreover, TPG's Responsible Investment ("RI")/ESG policy is communicated in a variety of ways to the firm's employees. Such communications include, but are not limited to, firm updates, new hire training, TPG's internal website, newsletters, individual meetings, Sustainability conferences and events etc.

Additionally, TPG provides internal ESG guidelines, training and case studies for all deal and operations professionals. Beyond using TPGNet as a tool to share and educate our professionals on TPG's policy and program, we also provide RI/ESG-focused training for all new hires. During the new hire training sessions, the ESG team will provide a detailed session on TPG's Global ESG & Sustainability program, giving training on a wide range of topics including, but not limited to, our Global ESG & Sustainability Policy, ESG program methodology, TPG's approach and our ESG Program key themes and strategies. We also provide example due diligence case studies, as well as, highlight portfolio value creation stories (through videos/case studies/portfolio company guest speakers) during these annual training sessions.

In addition to the fore-mentioned, we also provide ESG due diligence focused training sessions for all deal professionals. We invite all TPG colleagues to the annual Sustainability Leadership Council (SLC) conference to share best practices, tackle challenges and identify cross-portfolio opportunities. We host regular SLC educational webinar sessions and have external speakers present on various ESG matters or discuss best practices based on their experience or observations. And finally, we periodically invite Sustainability leaders from our portfolio companies to speak and highlight their ESG work at our global firm update meetings.

OO 12**Mandatory****Gateway****General****OO 12.1**

The modules and sections that you will be required to complete are listed below.

This list is based on the percentages provided in your AUM breakdown and your responses to the gateway indicators. You are only required to report on asset classes that represent 10% or more of your AUM. You may report voluntarily on any applicable modules or sections by selecting them from the list. Fixed Income and Infrastructure are voluntary.

Core modules

- Organisational Overview
- Overarching Approach (including assets which do not have a separate module)

RI implementation directly or via service providers

	Direct - Other asset classes with dedicated modules
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- Private Equity

Closing module

- Closing module

TPG Capital Advisors, LLC

Reported Information

Public version

Overarching Approach

PRI disclaimer

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Responsible investment policy

OA 01	Mandatory	Gateway/Core Assessed	General
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OA 01.1 Indicate if you have a responsible investment policy.

- Yes
 No

OA 01.2 Indicate if you have other guidance documents or more specific policies related to responsible investment.

- Yes
 No

OA 01.3 Provide a brief description of the key elements of your responsible investment policy or, if you do not have a policy, of your overall approach to responsible investment. [Optional]

TPG's Sustainability and ESG Program supports the firm's long standing consideration of environmental, health, and safety practices in due diligence, investment decisions, and operations. The broad set of sustainability issues (including social and governance issues) have a material influence on assessments of risk, valuation, profitability, and opportunity across our portfolio.

Our focus on sustainability and ESG issues enables:

- Better investment decisions
- Enhanced results for investors, portfolio companies, stakeholders and TPG
- TPG companies to be better global citizens

TPG's commitment is to:

- Incorporate sustainability and ESG considerations into our investment diligence and decisions
- Ensure that sustainability and ESG practices are implemented and that measurable results are achieved in our companies and our operations
- Strive for greater transparency from our companies

The Firm's Global Sustainability and ESG policy (as described above) and our due diligence process do not take a one-size-fits all approach. We may determine during our diligence or during the 100-day planning, that certain ESG matters can have a significant financial impact on a potential or current investment. We seek to be opportunistic where ESG initiatives can assist in cutting expenses and otherwise create value. On the other hand, during the diligence process, we may also identify an ESG matter or risk that we can then manage as relevant.

Also as mentioned above, ESG policy factors are incorporated into the due diligence process, which is embedded in the Investment Review Committee. When reviewing investments we conduct a systematic review and risk assessment for the particular sector & industry. ESG team initiates review at the early stages of the investment review process based on TPG ESG principles:

- Essential to identify issues with the sustainability team at an early stage, before it goes to early warning
- Diagnostics and tool kits to identify risk and value
- Internal guidelines, training and case studies on TPG internal web site for all deal and operations professionals as well as annual ESG training for all new hires
- Deal team support
- Topic/domain/policy specific consultants
- 100 day planning
- Flow through to operational norms / practices

TPG's Investment Review Committee materials have additional information included on ESG issues, where relevant.

Finally, TPG's RI/ESG policy is communicated in a variety of ways to employees and portfolio companies. Some examples include: through firm updates; new hire training; TPG internal website; TPG external website; Sustainability Leadership Council web communications portal site; newsletters; individual meetings; annual Sustainability Leadership Council conferences and participation in other industry RI events etc.

OA 02	Mandatory	Core Assessed	PRI 6
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OA 02.1	Indicate if your responsible investment policy is publicly available.
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Yes

OA 02.2	Provide a URL to your responsible investment policy.
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URL

<https://tpg.com/about-sustainability>

No

OA 02.3	Indicate if your other policies or guidance documents related to responsible investment are publicly available.
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Yes

Yes, all

Yes, some

OA 02.4	List these other policies or guidance documents related to responsible investment that are publicly available and their URLs.
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Policy or document name	URL
Sustainability Video	https://tpg.com/sustainability-video
Value Creation/Case Studies	https://tpg.com/value-creation
Operational and Functional Approach	https://tpg.com/our-approach

No

OA 03	Mandatory	Core Assessed	PRI 1,2
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OA 03.1	Indicate the components/types and coverage of your responsible investment policy and guidance documents.
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Select all that apply

Policy components/types	Coverage by AUM
<input checked="" type="checkbox"/> Policy setting out your overall approach <input checked="" type="checkbox"/> Engagement/active ownership policy <input checked="" type="checkbox"/> Specific guidelines on corporate governance <input checked="" type="checkbox"/> Specific guidelines on environmental issues <input checked="" type="checkbox"/> Specific guidelines on social issues <input type="checkbox"/> Asset class-specific guidelines <input type="checkbox"/> Screening/exclusion policy <input type="checkbox"/> Other, specify <input type="checkbox"/> Other, specify	<input checked="" type="radio"/> Applicable policies cover all AUM <input type="radio"/> Applicable policies cover a majority of AUM <input type="radio"/> Applicable policies cover a minority of AUM

OA 03.3 Additional information. [Optional]

We do not make all of these guidelines publicly available and such documents are for internal use only, as we conduct due diligence and investment analysis.

OA 04	Mandatory	Core Assessed	General
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OA 04.1 Indicate if your organisation has a policy on managing potential conflicts of interest in the investment process.

Yes

OA 04.2 Describe your policy on managing potential conflicts of interest in the investment process. [Optional]

TPG may, from time to time, be presented with investment opportunities that fall within the investment objectives of affiliated TPG funds and other investment vehicles (each, a "TPG Fund" and, collectively, "TPG Funds"). In such circumstances, TPG will generally have significant latitude in determining the allocation of such opportunities among such affiliated TPG Funds, and will make such determinations in its sole discretion, in accordance with the obligation to offer provision in the applicable partnership agreements, constitutive documents, and any other applicable contractual obligations binding on TPG, the general partner or TPG Fund. In the event that such contractual obligations are not determinative, which may be the case frequently; TPG will allocate such investment opportunity according to TPG's allocation principles and policies. These principles and policies are based on factors that TPG reasonably determines in good faith to be fair and reasonable and are described in the applicable private placement memorandum ("PPM"). Generally, the advisory committee for the applicable TPG Fund will advise the general partner on certain potential conflicts of interest and such other items as are contemplated in the applicable partnership agreement.

TPG generally provides a more detailed description of these and other potential conflicts of interest to our investors in the "Conflicts" subsection of the "Certain Investment Considerations" section of the PPM for the applicable TPG Fund. Additionally, information regarding conflicts of interest is publicly available in the Form ADV for our SEC-registered investment advisers. For example, please refer to Item 11 in the Form ADV Part 2B for TPG Capital Advisors, LLC, which is publicly available at: http://www.adviserinfo.sec.gov/lapd/Content/Common/crd_iapd_Brochure.aspx?BRCHR_VRSN_ID=193178

No

Objectives and strategies

OA 05	Mandatory	Gateway/Core Assessed	General
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OA 05.1 Indicate if your organisation sets objectives for its responsible investment activities.

- Yes

OA 05.2 Indicate how frequently your organisation sets or revises objectives for responsible investment.

- At least once per year
 Less than once per year

OA 05.3 Indicate how frequently your organisation formally reviews performance against its objectives for responsible investment.

- Quarterly
 Biannually
 Annually
 Every two years or less
 It is not reviewed

 No

OA 05.4 Additional information. [Optional]

The Sustainability and ESG team sets annual priorities that are reviewed with TPG's Chief Operating Officer. They guide the direction of the Sustainability and ESG Program. The objectives are reviewed mid-year as part of the TPG performance review process. In addition, we provide periodic updates at the TPG Firm meeting to highlight the Sustainability and ESG work throughout the year. For example, we have provided updates on ESG due diligence, annual Sustainability and ESG Performance Self-Assessment and specific portfolio company progress.

Governance and human resources

OA 08	Mandatory	Gateway/Core Assessed	General
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OA 08.1 Indicate the roles present in your organisation and for each, indicate whether they have oversight and/or implementation responsibilities for responsible investment.

Roles present in your organisation

- Board members or trustees
- Chief Executive Officer (CEO), Chief Investment Officer (CIO), Investment Committee
 - Oversight/accountability for responsible investment
 - Implementation of responsible investment
 - No oversight/accountability or implementation responsibility for responsible investment
- Other Chief-level staff or head of department, specify
 - Chief Operating Officer (COO)**
 - Oversight/accountability for responsible investment
 - Implementation of responsible investment
 - No oversight/accountability or implementation responsibility for responsible investment
- Portfolio managers
- Investment analysts
 - Oversight/accountability for responsible investment
 - Implementation of responsible investment
 - No oversight/accountability or implementation responsibility for responsible investment
- Dedicated responsible investment staff
 - Oversight/accountability for responsible investment
 - Implementation of responsible investment
 - No oversight/accountability or implementation responsibility for responsible investment
- External managers or service providers
 - Oversight/accountability for responsible investment
 - Implementation of responsible investment
 - No oversight/accountability or implementation responsibility for responsible investment
- Other role, specify
- Other role, specify

OA 08.2 Indicate the number of dedicated responsible investment staff your organisation has. [Optional]

Number

5

OA 08.3 Additional information. [Optional]

TPG has dedicated considerable resources to support its long-standing commitment to the Sustainability and ESG Program. We have a Sustainability and ESG team of experts working with our global portfolio companies to help manage ESG issues in a variety of ways, for example, helping to facilitate NGO partnerships, policy & goal setting, striving for greater transparency from our companies or on-boarding into the TPG Sustainability Leadership Council.

In order to integrate the Sustainability and ESG Program across the firm, and as mentioned above, the Sustainability and ESG team reports directly to TPG's Chief Operating Officer, Jerome Vascellaro, formally reporting on a monthly basis with additional meetings scheduled, as relevant.

TPG has a dedicated team of Elizabeth Lowery - Principal, 'Leads Sustainability Program and Strategy', working

with Edward Norton - Senior Advisor, 'Deal Diligence, Policy & NGO Stakeholders', Emily Croft-Baker - Associate, 'Communications, Reporting & Disclosure', Kirk Hourdajian - Advisor, 'Operations within Portfolio Companies', in addition, TPG has engaged William Reilly - Senior Advisor, 'Public Policy and Regulatory'. Additionally, the team engages additional external resources (as needed) for due diligence and portfolio company initiatives. External experts that have been engaged in the past include ERM, Environ and PwC.

Promoting responsible investment

OA 10

Mandatory

Core Assessed

PRI 4,5

OA 10.1

Select the collaborative organisation and/or initiatives of which your organisation is a member or in which it participated during the reporting year, and the role you played.

Select all that apply

Principles for Responsible Investment

Your organisation's role in the initiative during the reporting period (see definitions)

- Basic
 Moderate
 Advanced

Provide a brief commentary on the level of your organisation's involvement in the initiative. [Optional]

TPG actively promotes and supports the PRI when discussing our ESG approach and involvement with external stakeholders, such as, LPs, industry groups, non-government organizations and our portfolio companies. David Bonderman and Jim Coulter, Co-Founders of TPG, presented the previous two year's key notes at the PEI, PRI backed industry Responsible Investment conference. We will sponsor again in 2015 and participate on relevant panels.

We held in-person PRI meetings, providing feedback to the PRI online on their reporting and assessment processes, and participated in discussions, to guide the PE industries work with PRI.

We have agreed to help assist a PRI framework development in 2015 by sharing our key themes on disclosure and reporting, based on those DDQ's from our Limited Partners over the years. Additionally this year, we shared our value creation case study video with PRI for their training and education session.

Beth Lowery has participated in panels discussing the PRI and attended the PRI Montreal Signatory meeting and conference.

We are engaging with prominent academics who are aligned with PRI's principals, such as Harvard Professor and former Sustainability Accounting Standards Board (SASB) chair - Robert Eccles. The Sustainability and ESG team also engages with organisations such as Hermes, EDF and Malk, all of whom actively promote Responsible Investment. We have contributed to key industry guidelines/reports such as, The ESG Disclosure Framework, EDFs ESG Management Tool for Private Equity and Malk/EDF's Study - ESG in Private Equity, We collaborate through various mechanisms including, but not limited to, one-to-one dialogue, review of draft reports and/or providing interviews and content, as relevant.

- Asian Corporate Governance Association
- Association for Sustainable & Responsible Investment in Asia
- Australian Council of Superannuation Investors
- CDP Climate Change

Your organisation's role in the initiative during the reporting period (see definitions)

- Basic
- Moderate
- Advanced
- CDP Forests
- CDP Water

Your organisation's role in the initiative during the reporting period (see definitions)

- Basic
 - Moderate
 - Advanced
 - CFA Institute Centre for Financial Market Integrity
 - Council of Institutional Investors (CII)
 - Eumedion
 - Extractive Industries Transparency Initiative (EITI)
 - Global Investors Governance Network (GIGN)
 - Global Real Estate Sustainability Benchmark (GRESB)
 - Institutional Investors Group on Climate Change (IIGCC)
 - Interfaith Center on Corporate Responsibility (ICCR)
 - International Corporate Governance Network (ICGN)
 - Investor Group on Climate Change, Australia/New Zealand (IGCC)
 - Investor Network on Climate Risk (INCR)/CERES
 - Local Authority Pension Fund Forum
 - Regional or National Social Investment Forums (e.g. UKSIF, Eurosif, ASRIA, RIAA), specify
 - Shareholder Association for Research and Education (Share)
 - United Nations Environmental Program Finance Initiative (UNEP FI)
 - United Nations Global Compact
 - Other collaborative organisation/initiative, specify
- The responsible investment guidelines by the Private Equity Council (www.privateequitycouncil.org)

Your organisation's role in the initiative during the reporting year (see definitions)

- Basic
- Moderate
- Advanced

Provide a brief commentary on the level of your organisation's involvement in the initiative. [Optional]

TPG continues to work with other industry bodies to enhance effectiveness in implementing the principles such as the Private Equity Growth Capital Council (PEGCC). TPG hosted a PEGCC ESG Seminar November 18, 2014 at our New York offices, including having one of our portfolio companies, Avaya, present a case study on its work with the EDF Climate Fellow program.

Other collaborative organisation/initiative, specify

The Guidelines for Disclosure and Transparency in Private Equity (www.walker-gmg.co.uk)

Your organisation's role in the initiative during the reporting year (see definitions)

- Basic
- Moderate
- Advanced

Other collaborative organisation/initiative, specify

The European Private Equity and Venture Capital Association ("EVCA") Code of Conduct (www.evca.eu)

Your organisation's role in the initiative during the reporting year (see definitions)

- Basic
- Moderate
- Advanced

Other collaborative organisation/initiative, specify

OA 11

Mandatory

Core Assessed

PRI 4

OA 11.1

Indicate if your organisation promotes responsible investment, independently of collaborative initiatives.

Yes

OA 11.2

Indicate which of the following actions your organisation has taken to promote responsible investment, independently of collaborative initiatives.

- Provided or supported education or training programmes for clients, investment managers, broker/dealers, investment consultants, legal advisers or other investment organisations
- Provided financial support for academic or industry research on responsible investment
- Encouraged better transparency and disclosure of responsible investment practices across the investment industry
- Spoke publicly at events and conferences to promote responsible investment
- Wrote and published in-house research papers on responsible investment
- Encouraged the adoption of the PRI
- Other, specify

TPG promotes 'RI' through internal education, firm meetings, new hire training as well as, independently collaborating externally with LPs, peer firms and RI industry groups

No

TPG engagement examples whereby we have promoted RI:

- Panel speakers; Ontario Teacher's Pension Plan; CVCA; MIT Sloan
- TPG hosted event for PEGCC in TPG NYC - Nov 18th 2014
- Dialogue with academics e.g. Robert Eccles Harvard or London Business School White Paper Development on ESG due diligence
- ESG specific presentation to all Limited Partner's as well as side-bar meetings during 2014 annual investors conference event for global fund investors; one on one discussions with GPs/LPs
- TPG participation in surveys & industry reports on trends & best practices (PwC/Malk/EDF/Greenbiz/PEI)
- Regular participant in a U.S based P.E. Peers ESG working group to discuss responsible investment practices and policies
- Regular participant in a U.K based Responsible Investment Group meeting forum and provided case study on J.Crew and retail at the last meeting

Social Impact is a TPG global initiative focused on enabling TPG employees to make a tangible difference in their local communities while creating growth and leadership opportunities. At TPG we invest in building long-term value that benefits all stakeholders. Included in our values is a sense of shared responsibilities and commitment to the environment. As individuals, we serve on several governing and advisory boards of local, national and international non-profit organizations dedicated to environmental efforts, including: California Academy of Sciences, The Wilderness Society, The Nature Conservancy - CA Leadership Council, The Grand Canyon Trust, The Conservation Lands Foundation, World Resources Institute and the Wyss Foundation.

TPG also provides grant funding to local and national nonprofits supporting our employees active engagement. Examples of environmental and conservation organizations receiving grants, include:

- **Imagine H2O** - Empowering people to solve water problems. Imagine H2O holds a competition and connects the most promising business plans with world leaders in the water sector, government, and social enterprise to help turn new ideas into self-funding, high impact solutions.
- **The Nature Conservancy** - Working to protect ecologically important lands and waters for nature and people in California and around the world.
- **California Academy of Sciences** - Located in San Francisco, the CAS is a scientific and educational institution dedicated to exploring, explaining and sustaining life on Earth.
- **National Wildlife Federation** - Organization dedicated to protecting wildlife and habitat and inspiring the future generation of conservationists
- **Center for Environmental Policy at American University** - Through its core programs, the Center is working to improve environmental governance and engage a range of people, interests and organizations in more effective environmental problem-solving.

For Asia - examples of organizations that received grants and firm sponsored volunteer activities include:

- **World Food Program** - TPG provided food and disaster relief assistance related to the clean-up efforts after Typhoon Haiyan hit the Philippines in November 2013.
- **Half the Sky Foundation** - Half the Sky is an organization that works in partnership with the Chinese Government to operate orphanages throughout China. TPG's Beijing office has engaged with the organization through volunteer opportunities including a day spent at the local orphanage (New Day) playing and reading to the children. TPG also provided funds and donated consumables and books to address specific needs at the facility.
- **Operation Smile** - Volunteers from TPG's Hong Kong office along with executives from a TPG portfolio company, China Grand Auto worked with Operation Smile to sponsor and coordinate logistics for a mission to Kashgar (near the China-Tajikistan border). Operation Smile provides free surgeries to repair cleft palate and other facial deformities for children around the world.
- **Thai Red Cross** - TPG provided disaster relief assistance related to the severe flooding affecting Thailand in 2011.

TPG Capital Advisors, LLC

Reported Information

Public version

Direct – Private Equity

PRI disclaimer

This document presents information reported directly by signatories. This information has not been audited by the PRI Secretariat or any other party acting on their behalf. While this information is believed to be reliable, no representations or warranties are made as to the accuracy of the information presented, and no responsibility or liability can be accepted for any error or omission.

Overview

PE 04

Mandatory

Core Assessed

PRI 2

PE 04.1

Indicate if your organisation's investment guidelines for private equity refer to responsible investment.

- Our investment guidelines do refer to responsible investment

PE 04.2

Describe how your organisation's investment guidelines outline your expectations on staff and portfolio companies' approach towards ESG issues [Optional].

TPG's Sustainability and ESG Program supports the firm's long standing consideration of environmental, health and safety practices in due diligence, investment decisions and operations. The broad set of sustainability issues (including social and governance issues) have material influence on assessments of risk, valuation, profitability and opportunity, across our portfolio.

Our focus on sustainability and ESG issues enables:

- i) better investment decisions
- ii) enhanced results for investors, portfolio companies, stakeholders and TPG
- iii) TPG companies to be better global citizens.

TPG's commitment is to:

- i) incorporate sustainability and ESG considerations into our investment diligence and decisions
- ii) ensure that sustainability and ESG practices are implemented and that measurable results are achieved in our companies and our operations
- iii) strive for greater transparency from our companies.

- Our investment guidelines do not refer to responsible investment
- We do not have investment guidelines

PE 04.3

Additional information. [Optional]

The Sustainability and ESG policy is communicated in a variety of ways to TPG Capital employees. Some examples are through firm updates, new hire training, TPG internal website, newsletters, individual meetings, sustainability conferences and events. We periodically invite Sustainability leaders from our portfolio companies to speak and highlight their ESG work at our global firm update meetings.

TPG provides internal ESG guidelines, training and case studies for all deal and operations professionals. Additionally, we provide ESG due diligence focused training sessions for all deal professionals, including presentations from outside speakers. We also provide ESG/RI focused training for all new hires. During the new hire training sessions, the ESG team will review TPG's Global Sustainability & ESG policy and program, TPG's approach and key themes and strategies. We provide due diligence case studies as well as highlighting portfolio value creation stories.

We invite all TPG colleagues to the annual Sustainability Leadership Council (SLC) conference to share best practices, tackle challenges and identify cross-portfolio opportunities.

Fundraising of private equity funds

PE 05	Mandatory	Core Assessed	PRI 1,4,6
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PE 05.1 Indicate if your fund placement documents (private placement memorandums (PPMs) or similar) refer to responsible investment aspects of your organisation.

Yes

PE 05.2 Indicate how your fund placement documents (PPMs or similar) refer to the following responsible investment aspects of your organisation:

- Policy and commitment to responsible investment
 - Always
 - In a majority of cases
 - In a minority of cases
- Approach to ESG issues in pre-investment processes
 - Always
 - In a majority of cases
 - In a minority of cases
- Approach to ESG issues in post-investment processes
 - Always
 - In a majority of cases
 - In a minority of cases

PE 05.3 Describe how your organisation refers to responsible investment in fund placement documents (PPMs or similar). [Optional]

In our Private Placement Memorandum ("PPM"), due diligence questionnaire, investor inquiries and or other fundraising documents, the Firm outlines:-
 Our Global Sustainability and Environmental, Social and Governance Policy
 That we are signatory to PRI and other industry bodies
 ESG due diligence as an integral part of the review process pre-investment
 Our approach post investment e.g. participation in Annual Sustainability and ESG Performance Self-Assessment and that we have a Sustainability Leadership Council to allow active communication and guidance on ESG-related matters/ topics/issues etc.

- No
- Not applicable as our organisation does not fundraise

Pre-investment (selection)

PE 07	Mandatory	Gateway	PRI 1
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PE 07.1 Indicate if your organisation typically incorporates ESG issues when selecting private equity investments.

Yes

PE 07.2

Describe your organisation's approach to incorporating ESG issues in private equity investment selection. [Optional]

Depending on the sector and the company, TPG generally conducts due diligence by reviewing:

- Compliance with all applicable national laws
- Adherence to any applicable international global standards and best practices
- Any outstanding ESG issues related to the involved counterparties
- Any physical assets to assess condition, community impacts, permitting requirements
- Operating performance risks, such as, product risks, input/material risks, macro risks
- Any land use issues, such as, conversion of high conservation forests, impact on protected areas or threatened or endangered species, displacement of indigenous peoples
- Public information on the investment and the counterparties, including social media
- Any outstanding stakeholder concerns that would impact the value of the investment, including reputational risk
- The following due diligence checklist depending on the nature of the investment:
 1. What exposure to and existing, emerging and projected litigation or other costs are there for environmental remediation, regulatory compliance violations, operational safety/health/harm issues and emerging regulatory or locale specific mandates?
 2. Does the company's operations negatively impact adjacent or downstream communities such as areas of high conservation value or the health of indigenous communities/species?
 3. Do any elements of the deal require federal, national, state or local regulatory or other emerging environmental permitting?
 4. Is the company currently operating or plan to be operating in any locations or jurisdictions where 'polluter pay' ordinances (such as bay or river fronts), resource scarcity or mandates are under consideration?
 5. At the current level of social and environmental diligence, would the same deal be done in the United States at this time? If not, why and at what potential impact in terms of costs/valuation and brand?

No

PE 09	Mandatory	Core Assessed	PRI 1,3
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PE 09.1

Indicate which E, S and/or G issues are typically considered by your organisation in the investment selection process and list up to three typical examples per issue.

ESG issues

Environmental

List up to three typical examples of environmental issues

- Environmental compliance
- Natural resource use
- Environmental impacts

Social

List up to three typical examples of social issues

- Labor
- Supply Chain
- Community Impacts

Governance

List up to three typical examples of governance issues

FCPA compliance

Board composition

Disclosures

PE 09.2

Additional information. [Optional]

ESG factors are incorporated into the TPG Capital due diligence process, which is embedded in the Investment Review Committee. The level of ESG due diligence will vary depending on sector, company, geography, etc. When reviewing investments we conduct a systematic review and risk assessment for the particular sector and industry. We have diagnostics and tool kits to identify risk and value, internal guidelines and training for deal and operations professionals, deal team support and external network and resources.

ESG challenges faced by the firm and its portfolio companies vary depending on a number of factors, each with different degrees of importance or relevance. Such factors might include, among others, the industry sector, the company, country where the company has operations, supply chain, use of natural resources, current and future regulations, the available workforce, level of transparency. There are various ways TPG monitors these challenges, as well as identifying opportunities for ESG enhancement, both during the pre-investment phase and ownership.

One way is through our ESG due diligence process, which is embedded in the Investment Review Committee and evaluates ESG issues as part of TPG's due diligence process. We have diagnostics and tool kits to identify risk and value, internal guidelines and training for deal and operational professionals, deal team support and external network and resources.

Post-investment (monitoring and active ownership)

PE 13

Mandatory

Gateway/Core Assessed

PRI 2

PE 13.1

Indicate whether your organisation incorporates ESG issues in investment monitoring of portfolio companies.

Yes

PE 13.2

Indicate the proportion of portfolio companies where your organisation included ESG performance in investment monitoring during the reporting year.

- >90% of portfolio companies
- 51-90% of portfolio companies
- 10-50% of portfolio companies
- <10% of portfolio companies

(in terms of total number of portfolio companies)

PE 13.3

Indicate ESG issues for which your organisation typically sets and monitors targets (KPIs or similar) and provide examples per issue.

ESG issues

25

Environmental

List up to three example targets of environmental issues

Energy reduction
Waste minimization
Product and service innovation

Social

List up to three example targets of social issues

Supply Chain
Employee Engagement
Fair Labor Practices

Governance

List up to three example targets of governance issues

FCPA compliance
Transparency, disclosure and reporting
External stakeholder engagement (e.g. NGOs)

We do not set and/or monitor against targets

No

PE 13.4 Additional information. [Optional]

ESG challenges faced by the firm and its portfolio companies vary depending on a number of factors, each with different degrees of importance or relevance. Such factors might include, among others, the industry sector, the company, country where the company has operations, supply chain, use of natural resources, current and future regulations, the available workforce, level of transparency. There are various ways TPG monitors these challenges, as well as identifying opportunities for ESG enhancement, both during the pre-investment phase and ownership in the following ways:-

One way is through our ESG due diligence process, which is embedded in the Investment Review Committee and evaluates ESG issues as part of TPG's due diligence process. We have diagnostics and tool kits to identify risk and value, internal guidelines and training for deal and operational professionals, deal team support and external network and resources.

We also manage risk and opportunity through our annual portfolio company Sustainability and ESG Performance Self-Assessment, which we request our portfolio companies to complete to enable us to: (1) better understand how our portfolio companies are approaching sustainability (2) identify leading practices and challenges (3) prioritize work with our portfolio companies and our cross-portfolio collaborative efforts. The Assessment includes a range of questions covering such topics as policy, goals and initiatives, supply chain, employee engagement and stakeholder engagement. Once the Assessment is complete, we compile an individual portfolio company analysis to identify leading practices and opportunities for improvement. We review the analysis with the portfolio company leadership and identify 3-5 initiatives to drive performance improvement. We then develop a workplan with specific metrics, timelines and individual accountability. Following the completion of the work with the portfolio company, we will develop a case study that highlights the progress during our investment period. This information we gather helps us not only mitigate potential risks, but also identify value creation opportunities.

We have a Sustainability Leadership Council (SLC), that enables our Sustainability leaders to share best practices and any challenges faced. We hold an annual SLC conference and regular webinars on relevant topics faced by our portfolios, for example: conflict minerals; supply chain; water issues etc.

Finally, we have a dedicated Sustainability and ESG team working with our global portfolio companies to help manage Sustainability/ESG issues in a variety of ways, for example, helping to facilitate NGO partnerships, policy & goal setting, striving for great transparency from our companies or on-boarding into the Sustainability Leadership Council.

PE 14	Mandatory	Core Assessed	PRI 2
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PE 14.1	Indicate if your organisation tracks the proportion of your portfolio companies that have an ESG/sustainability-related policy (or similar guidelines).
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Yes

PE 14.2	Indicate what percentage of your portfolio companies has an ESG/sustainability policy (or similar guidelines).
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- >90% of portfolio companies
- 51-90% of portfolio companies
- 10-50% of portfolio companies
- <10% of portfolio companies
- 0% of portfolio companies

(in terms of total number of portfolio companies)

No

PE 14.3	Additional information. [Optional]
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We track the presence of our companies' ESG/Sustainability Policies through our annual Sustainability and ESG Performance Self-Assessment and through direct company engagement. We define the presence of such a policy through either private documentation and/or through public disclosure (e.g. website, public reports, Carbon Disclosure Project 'CDP').

Communication

PE 20	Mandatory	Core Assessed	PRI 6
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PE 20.1	Indicate whether your organisation proactively discloses ESG information on your private equity investments.
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Disclose publicly

provide URL

<https://tpg.com/sustainability>

provide URL

<http://www.act.is/ActisPDFs/ESG%20in%20Private%20Equity%20A%20Study%20by%20MSP%20and%20EDF.pdf>

PE 20.2

Indicate whether the type of ESG information you proactively provide to the public is the same as that you provide to your clients (LPs)/beneficiaries.

Yes

PE 20.3

Indicate the type of ESG information that your organisation proactively discloses to the public and/or your clients (LPs)/beneficiaries.

- ESG information in relation to our pre-investment activities
- ESG information in relation to our post-investment monitoring and ownership activities
- Information on our portfolio companies' ESG performance
- Other, specify

PE 20.4

Indicate your organisation's typical frequency of disclosing ESG information to the public and/or your clients (LPs)/beneficiaries.

- Quarterly or more frequently
- Semi annually
- Annually
- Every two years or less frequently
- Ad-hoc, specify

PE 20.7

Describe the ESG information and how your organisation proactively discloses it to the public and/or clients (LPs)/beneficiaries. [Optional]

TPG provides ESG information to the public via the external TPG website as well as through regular involvement in contributing to publicly available industry reports such as: PwC Responsible Investment Report /Malk/EDF 'ESG in Private Equity Report' (see link above) / Greenbiz trending reports / PrivCap video taping.

TPG also discloses and shares our experiences via public forms including conferences and industry events. For example, TPG sponsors and participates regularly in the annual PEI Responsible Investment conference (Founders Jim Coulter and David Bonderman gave the keynote speech for the last two years running along with ESG team members who actively contributed to panel/audience discussions). We will be participating again this year. Or through our lesser publicized academic collaborations such as HAAS, Harvard, London Business School helping contribute and shape educational and public white papers by sharing case studies and our strategies.

Other forms of proactive disclosure on TPG's progress and achievements relating to TPG's Sustainability and ESG program include through our:

Private Placement Memorandum ("PPM")

Annual Reporting Package to Limited Partners

Annual investors meeting

Ad hoc meetings and calls with Limited Partners / organizations and limited partner survey's and due diligence questionnaires

Finally, TPG provides information to TPG colleagues in a quarterly newsletter, regular firm meeting updates, new hire and current hire training sessions, TPG internal website Sustainability/ESG dedicated page and other TPG conferences e.g. for 2014 Chief H.R. Officer conference (CHRO), Chief Purchasing Officer (CPO) conference, Sustainability Leadership Council Summit

- No
- Disclose to investor clients (LPs)/beneficiaries only
- No proactive disclosure to the public or to clients (LPs)/beneficiaries

PE 20.8

Additional information. [Optional]

See value creation examples on TPG website or as below: <https://tpg.com/value-creation>

Case Studies

Avaya

Initiative: Products & Packaging

Example: Avaya redesigned ten product families to reduce the material and logistics footprint of the product lines

Sample Results:

- Reduction in use of 6.3M ft² fiber board, 15.5tons/188,000ft³ avoided landfill (foam) and 3900 wooden pallets from the system
- Reduction in Ocean / truck containers required by 19% & fuel consumption by 17,800 gallons
- Reduction in emissions over 210 tons of CO₂
- Other benefits such as warehousing costs

Caesars Entertainment

Initiative: Energy efficient facilities & waste management

Example: Since Sept 2009, est. 6.8 million kWh electric savings & 3100 MT avoided Carbon - \$775 K annual cost savings

Sample Results:

- Energy reduction: 2003-2010 Caesars invested more than \$50 million in reducing energy usage, resulting in more than \$17 million in annual run-rate savings across 110 projects, representing a 163 million kilowatt-hour reduction per year in energy usage (e.g. replacing almost all interior & exterior bulbs with energy-efficient lighting, replacing thermostats, upgrading HVAC equipment)
- Water Conservation: Upgrading laundry facilities, offering guests an opt-out linen cleaning option, serving guests water only on request, replacing irrigated turn on golf courses with drought-resistant landscaping
- Waste Management: All properties with recycling programs in place by 2010. 2009: Waste oil project (domestic properties recycling more than 640,000 gallons of waste oil each year), mapping of properties to reduce waste resulting in 50% increase in materials recovered for recycling & a 33% reduction in trash at the two properties

J. Crew

Initiative: Procurement

Example: J. Crew incorporated the use of the Environmental Paper Assessment Tool (EPAT) as a policy to procure paper for Direct Mail catalogs

Sample Results:

- Improved catalog efficiency metric (decreasing tons / \$MM revenue) 44%
- Increased use of Forestry Stewardship Council and recyclable content in catalog to 99.99% of materials used
- Improved NGO reporting profile off 'offenders' list

Mey

Initiative: Manufacturing

Example: Mey incorporated energy efficiency, renewable energy and route optimization into its manufacturing operations

Sample Results:

- Improved boiler efficiencies, eliminated steam waste and produced free steam using waste water biogas generator
- Improved grape pressing equipment, presorting processes and routing and scheduling of 4000 grape trucks to decrease fermentation and losses
- Reduced annual energy cost 40% and grape costs 6%

Petco

Initiative: Energy efficient facilities and construction

Example: Petco implement company wide energy management (supply - side / demand-side) of new construction, retrofit, procurement and operations

Sample Results:

- Grew physical store footprint +200 over 3 yrs while reducing energy consumption -2% (avoiding use of over 26MKWhrs)
- Buy side annual improvements of 5% from 2009 - 2010
- First specialty retailer to win coveted EPA E*Leader Award demonstrating sustained annual improvement of 10% in energy consumption across entire portfolio

SunGard

Initiative: IT

Example: SunGard implement a multi-year plan to consolidate, virtualize, and institute data centre and other IT best practices

Sample Results:

- Consolidated over 25 data centers to 5
- Saved over 7MKWhrs electricity through virtualization of 1068 servers of the financial services business
- Managed print services reduced printer related energy consumption by over 141K KWhrs and paper consumption by over 3.4M sheets of paper
- Reduced need for 100K's ft2 of facilities