Michael Spanos

Founder & Managing Director, Global Sustain European Commission Expert, Sustainable Development Goals Senior Associate, AHC Group

"ESG Trends in Europe"





AHC Group Corporate Affiliates Workshop
32nd Biannual "Achieving Results" Workshop
June 8 & 9, 2016 • Saratoga Springs, NY





AGENDA

- 1. The newly adopted <u>EC Directive</u> on the disclosure of non-financial information fosters ESG investing
- 2. <u>ESG investing and trends from the view of a PRI professional services signatory</u>
- Integrated reporting the new state of play for corporate reporting that matters to investors





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Regulatory Framework

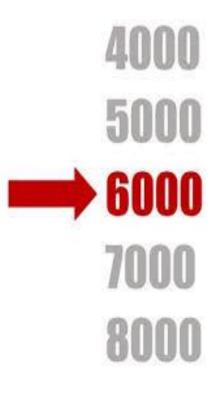
Directive 2014/95/EU as regards disclosure of non-financial and diversity information by certain large undertakings and groups

But...why????

The aims are three-fold:

- i) To improve the quality of non-financial reporting across the EU;
- ii) To allow greater comparability; and
- iii) To attract inward investment, as the EC believes poor levels of non-financial statements make it difficult for companies to obtain this.





Companies affected

Endorsed Reporting Frameworks













Summary of requirements for new non-financial statement, cf. Directive Article 19a Who must report? Public interest entities ('PIE') with more than 500 employees. The obligation falls on

parent companies, with subsidiary companies exempt if a parent company reports.

Reporting 'information to the extent necessary for an understanding of the company's development, performance, position and *impact of its activities*'.

As a minimum reporting on:

Recognition

Matters to be

reported upon?

minimum must be

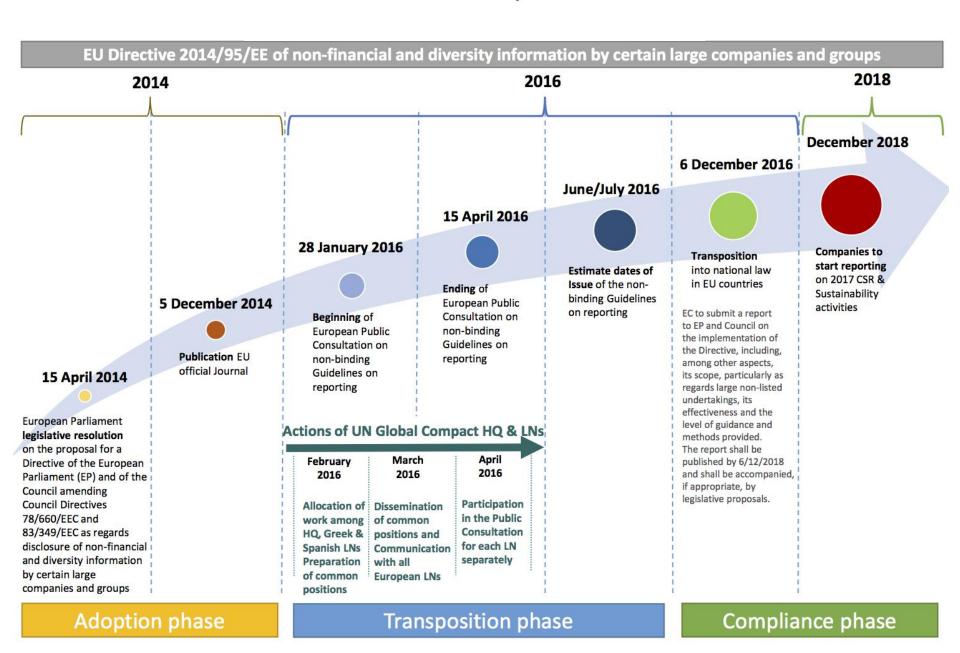
criteria

What as a

reported?

- Environmental matters
 Respect for human rights
- Social and employee matters
 Anti-corruption and bribery matters.
- A brief description of the business model
 The principal risks related to the matters reported upon linked to the company's operations including, where relevant and proportionate, its business relationships, products or services that are likely to cause adverse impacts and
- how the company manages those risks
 A description and outcomes of policies pursued for the matters reported upon, including due diligence processes implemented. Where no policy is pursued for a matter required to be reported upon, a clear and reasoned explanation for not having such a policy must be reported
- Non-financial key performance indicators relevant to the business.

The EU road towards a more transparent business environment



The Regulatory Documents

Directive 2014/95/EU as regards disclosure of non-financial and diversity information by certain large undertakings and groups

- •http://eur-lex.europa.eu/legal-content/EN/TXT/?uri=CELEX:32014L0095
- •http://eur-lex.europa.eu/legal-content/EN/TXT/?uri=CELEX:32013L0034

A Roadmap to Compliance June 2016 - January 2018

Loading...



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June – August 2016

- Select an Advisor
- Kick off Meeting
- Evaluate your resources
- Allocate your budget
- Get executive commitment

June 2016

July 2016

- Train select people and partners
- Set up a CSR/Sustainability Team
- Manage expectations
- Secure proper engagement

- Brief the staff and create terms of reference
- Create a CSR/Sustainability culture within the company
- Align your team to the project's vision, mission and objectives
- Ensure regulatory compliance

August 2016

September 2016 – March 2017

- Identify and engage your stakeholders
- Seek guidance and submission of proposals from stakeholders
- Self assessment GAP Analysis
- Benchmark with peers and understand best practices

September 2016

November 2016

- Elaborate again on self assessment results
- Identify, strengths, weaknesses, opportunities and areas for improvement
- Execute a materiality analysis (Internal & External)

- Assess priorities against CSR/Sustainability pillars
- Review KPIs
- Take stock of actions already in place and benchmark against CSR/sustainability
- Draft a 1-3 year action plan

March 2017

April – December 2017

- Present final draft of CSR/Sustainability strategy and communication issues
- Provide data that refer to CSR/Sustainability strategy

April – June 2017

July – October 2017

- Prepare draft Sustainability Report and seek observations and feedback
- Align with overall corporate strategy

- Deliver final draft, CEO message. printing, publishing and communication of the Sustainability Report.
- Receive feedback for the next report

November -December 2017

1st January 2017

Date European Directive becomes effective

Year 2018

Produce your report for period (1/1-31/12/2017)



info@globalsustain.org

Our Sustainability Report...





Treating customers fairly by providing them reliability and quality through Global Sustain services.

The company should ensure customer satisfaction by offering innovative services and clear information about them.

Providing continuous training to employees, customised on the basis of their needs, role and aim to their personal development.

Creation and participation in valuable alliances, work with foundations, chambers, etc.

Compliance with international and national laws and regulations.

Reporting Frameworks







Report Assurance (full)



Background - Some Pioneer Member States



- ✓ France has a kind of CSR Reporting Framework since 2001, but did not integrate yet
 the EU Directive into the national legal framework.
- ✓ **Denmark** has CSR Reporting Framework since 2008. Denmark was the first member state which integrated the EU Directive into is legal framework on May 2015 (Obligation of Reporting companies with 250 employees & 38 million Euro turnover per year). 92% compliance rate in the first year.
- ✓ The law in **Sweden** will be in force from 1.7.2016 and it will affect companies with 250 employees and 37 million Euro turnover.
- ✓ The fast pace of some developing countries pioneers in the field (China, India, South Africa, Brazil), will play a role.
- ✓ Rapporteur of the EU Directive Howitt, MEP said about the position of Germany regarding the consultation of new EU Directive: ""...Even after the new commitment was made, a letter rejecting the proposal was written by the German government, copy and pasted word-forword from a letter written by their own German Business Association fewer than 24 hours before...".

The Framework in Germany



- ✓ On 11.3.2016 the German Federal Ministry of Justice and Consumer Protection published the draft for the adoption of the EU Directive on the disclosure of non-financial information in Germany. "Gesetz zur Stärkung der nichtfinanziellen Berichterstattung der Unternehmen in ihren Lage- und Konzernlageberichten (CSR-Richtlinie-Umsetzungsgesetz)". Consultation phase ended Mid April. The law shall be brought into force latest by 6 December 2016 (for all member states). The proposed German Federal draft law reflects a more restrictive approach to the new EU CSR Directive, proposing almost exactly the framework & requirements, which the new EU Directive proposes.
- ✓ German Code of Sustainability is a National Initiative of the German Council for Sustainable Development to develop a German framework of guidelines & rules regarding reporting next to the internationally existing & recognised ones (GRI).
- ✓ According to German Code, the use of its guidelines, will be enough to meet and comply with every aspect of the new EU CSR Directive.
- ✓ One of the main goals the focus on SMEs.



EU Non-Financial Reporting Directive in numbers



Companies within the scope of the directive will need to disclose information on policies, risks and outcomes with regards environmental matters, social and employee-related aspects, respect for human rights, anti-corruption and bribery issues. There will also be additional disclosure requirements for quoted companies trading on an EEA regulated market, regarding diversity policies and the outcome of those policies.

500 employees - companies above this threshold will have to report under the new legislation.

15 April

2014

The plenary of the European Parliament adopted the EU Directive 2014/95/EU on the disclosure of non-financial and diversity information by certain large companies and groups 22 October

2014

The Directive was published in the EU Official Journal 1 January

2017

The first reporting year

2014

The UK Financial Reporting Council (FRC) published <u>Guidance on the Strategic Report</u> which encourages companies to facilitate communication and engagement with investors by publishing more relevant narrative reports 6 December

2016

The deadline by which the directive has to be transposed into UK national legislation



Other key NFR Directive bicts relating to UK transposition:

- -BB is leading on the UK transposition:
- -The PRC is monitoring the implementation of the Directive into UK company law.



A new GRI linkage document shows how companies can use the G4 Guidelines to comply with the European Directive on disclosure of non-financial and diversity information

MAKING HEADWAY IN EUROPE

LINKING GRI'S G4 GUIDELINES AND THE EUROPEAN DIRECTIVE ON NON-FINANCIAL AND DIVERSITY DISCLOSURE





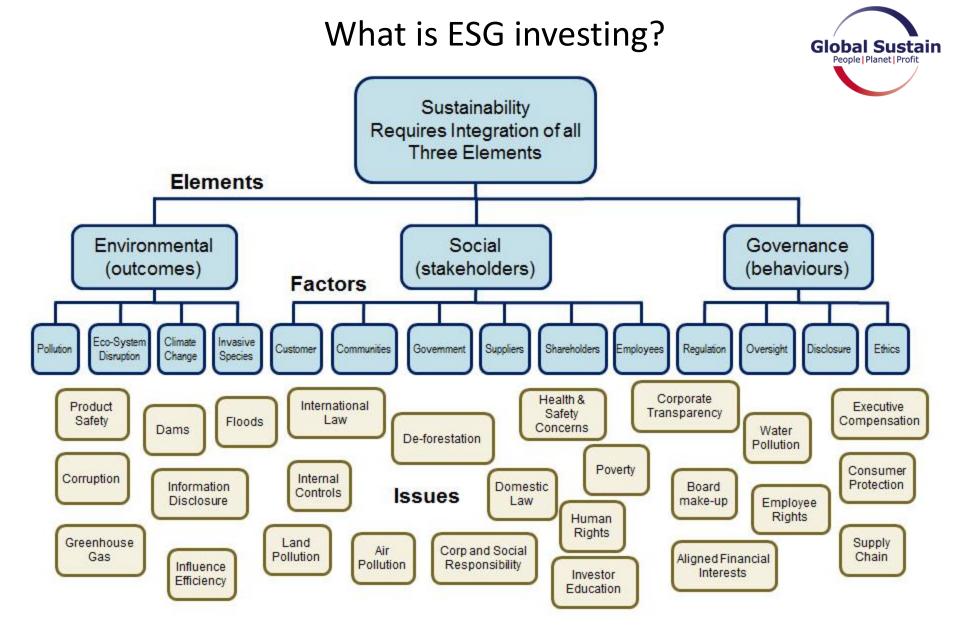
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What is ESG investing?



Environmental (E)	Social (S)	Governance (G)
Energy efficiency	Employee compensation	Board independence
Carbon emissions	Benefits	Directors compensation
GHG emissions	Staff turnover	Shareholder voting
Biodiversity	Employee health	Litigation risks
Water usage	Safety practices and targets	Corruption/bribery policies
Natural resource use	Training hours	Codes of conduct
Recycling practices	Diversity and targets	Transparency policies
Waste disposal	Local community support	Suppliers Code



Source: James W. Hutchin Willis Research Network



Why to invest according to ESG Framework? ESG pays off

Long Term Positive Financial Impact of Sustainability 1			
	An investment in 1993 of:	Results in 2010 for Sustainable Companies	Results in 2010 for Low/No Sustainability Companies
Investment	\$1	\$22.6	\$15.4
Return on Equity	\$1	\$31.7	\$25.7
Return on Assets	\$1	\$7.1	\$4.4

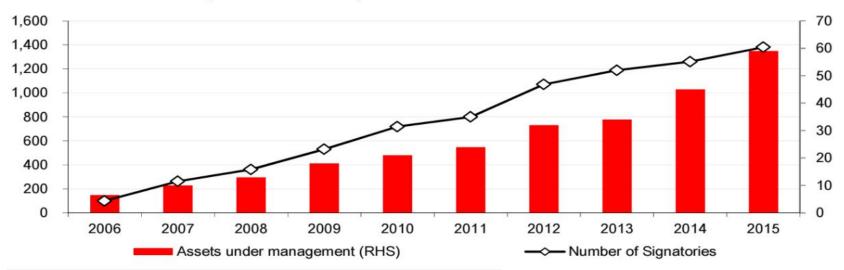
Source: The Impact of a Corporate Culture of Sustainability on Corporate Behavior and Performance. Robert G Eccles, Ioannis Ioannou and George Serafeim. Working Paper, May 2012.

Assets under Management according to ESG grow rapidly

(Source: HSBC, PRI, GSIR)



The growing importance of ESG: Signatories to UN 'Principles of Responsible Investment' Initiative (AUM in USD trn)

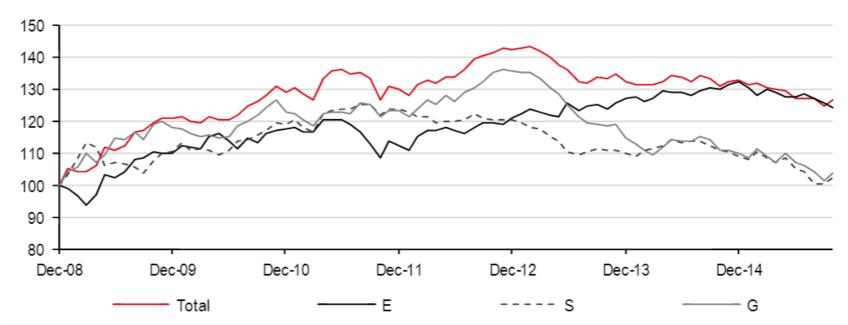


Source: UN Principles for Responsible Investment (PRI), "Global Sustainable Investment Review" (2014)

Why ESG? ESG pays off — Companies with ESG integrated structure outperform on the long run (Source: HSBC)



ESG Pays: Companies with biggest improvement in ESG scores outperformed over time (top decile vs. bottom decile, rebased to 100)



Source: MSCI, Thomson Reuters Datastream, Thomson Reuters ESG, HSBC calculations. Note: Average relative performance of top vs. bottom decile stocks ranked by their change in ESG scores between 2008-14

Analysts / Brokers

Incorporate ESG factors into mainstream research "be creative and thoughtful"

Companies

Lead the way by implementing ESG principles and by improving reporting and disclosure

Accountants

Facilitate standardisation

Educators

Facilitate "high-level" thinking and training on ESG issues

Consultants

Combine ESG research with industry level research Support demand and awareness building

Better investment markets + More

sustainable societies

NGOs

Transfer objective ESG information on companies to the public and the financial community

Investors / Asset managers

Reward ESG research Integrate ESG factors in research and investment processes

Pension trustees

Consider in mandates and selection of managers Governments /

Multilateral Agencies

Pro-actively consider Pension Fund investment

Regulators / stock exchanges / governments

Implement reporting standards, e.g. listing particulars

ESG processes & case studies. ESG improve corporate governance, minimize risks, create value & potential for growth (Source: Pimco)



VIEWING ESG THROUGH A RISK FACTOR FRAMEWORK

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Environment

Themes / Issues

- Carbon and greenhouse gases
- Environmental impact and footprint
- Water usage

Impacts / Risks

- "Stranded asset" risks
- Increased compliance and regulatory costs
- Demand for green products

Example

- Oil spill clean-ups
- Nuclear plant failures
- Demand for electric cars (positive impact)

Social

- Impacts on communities in which an entity operates
- Labor policies and practices
- Social "sustainability" (finances, education, etc.) for munis and sovereigns
- Potential loss or added expenses of "License to Operate"
- Labor frictions and costs

- Bangladesh factory safety (multiple retailers)
- South African gold mining labor issues
- Detroit decline and bankruptcy

Governance

- Structure of board and board committees
- Board composition

- Lack of appropriate oversight over management
- Lack of diversity/varying viewpoints
- Recent banking scandals fines and penalties/reputational impact

26

 Accounting fraud cases and subsequent losses

Source: PIMCO







Bloomberg









2

UN PARTNERS:

UNEP FINANCE INITIATIVE UN GLOBAL COMPACT



1325

SIGNATORIES:

ASSET OWNERS, INVESTMENT MANAGERS AND SERVICE PROVIDERS



45

US\$ TRILLION:

ASSETS UNDER MANAGEMENT



6

PRINCIPLES:

RECOGNISING THE MATERIALITY OF ENVIRONMENTAL, SOCIAL AND CORPORATE GOVERNANCE ISSUES



ESG Value Driver Model PRII Principles for Responsible Investment





ESG Value Driver Model PRII Principles for Responsible Investment



Growth	New Markets & Geographies	Gain access to new markets and geographies through exposure from ESG programs
	New Customers & Market Share	Use ESG programs to engage customers and build knowledge of expectations and behaviour
	Product & Services Innovation	Develop cutting-edge technology and innovative products and services for unmet social or environmental needs
	Long-term strategy	Develop long-term strategy encompassing all ESG issues and shape material ESG communication based on value driver framework
	Operational Efficiency	Enable bottom line cost savings through environmental operations and practices (e.g. energy, water, waste efficiency, less raw materials used).
Return on Capital	Human Capital Management	Attract & retain better and highly motivated employees by positioning company and management as ESG leaders
	Reputation Pricing Power	Develop brand loyalty and reputation through ESG efforts that garners customers' willingness to pay price increase or premium



30

ESG Value Driver Model PRII Principles for Responsible Investment



	Operational & Regulatory Risk	Mitigate risks by complying with regulatory requirements and industry standards and ensure uninterrupted operations by addressing ESG issues in policies, systems and standards and engaging with employees
Risk Management	Reputational Risk	Facilitate uninterrupted operations and entry in new markets using local ESG efforts and community dialogue to engage citizens and reduce local resistance; avoid negative media publicity and NGO boycotts by addressing ESG issues.
	Supply Chain Risk	Secure consistent and long-term access to high- quality raw materials and products by engaging in supply chain community welfare and development
	Leadership & Adaptability	Develop leadership skills and culture to adapt to fast changing political, social and environmental situations.



Revenues

- Market Share
- New Market Entry
- Innovation and New Products
- New business models

Innovate

Brand

- Reputation Management
- Employee Attraction and Retention

Certain/Short Term

Less Certain/Long Term

Cost Reduction

- Value Chain Efficiency
- Operational Efficiency
- Employee Productivity

Mitigate

Risk Management

- Operational Risk Management
- Regulatory Management

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Sustainability Guidelines / Certifications / Market Players / Ratings



























Bloomberg ESG Performance































Rating the Raters



Carbon Disclosure Project (CDP)	76	3
Dow Jones Sustainability Index	63	9
Access to Medicine Index	58	3
FTSE4Good Index Series	55	9
Oekom Corporate Ratings	54	8
Climate Counts	53	7
Bloomberg ESG Data	53	10
MSCI ESG Research	50	5
GoodGuide	50	14
Sustainalytics Company Profiles and Ratings	49	10
GS SUSTAIN	46	8
The Global 100 Most Sustainable Corporations in the World	45	14
World's Most Ethical Companies (Ethisphere)	44	13
ASSET4 ESG Data	43	11
Inrate Sustainability Assessment	37	19
Vigeo Ratings	35	18
CR Magazine's 100 Best Corporate Citizens List	32	24
Fortune's Most Admired Companies	31	24
	Credible (4+5)	Not credible (1+2)

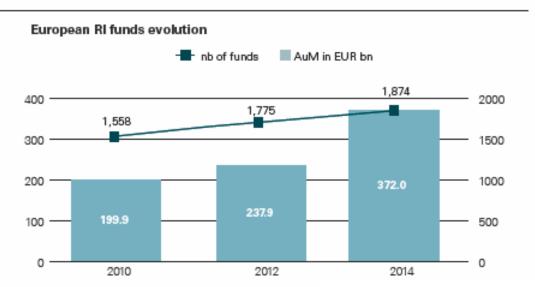
702 qualified sustainability experts completed the online questionnaire from November 25 to December 9, 2013.

Growth of Responsible Investing Funds. ESG is the champion

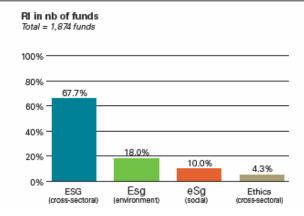
(Source: KPMG)

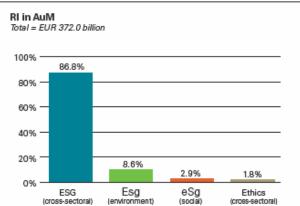






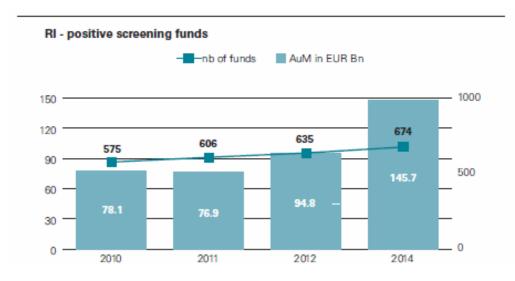
By categories

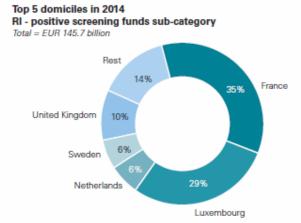


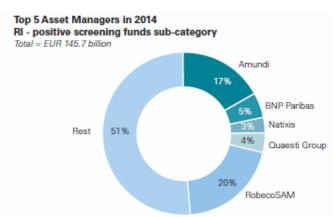


Cross sectoral ESG European funds performance (Source: KPMG)









ESG Stocks outperform – Top Europe ESG 15 Stocks

(Source: HSBC, Thomson Reuters)



Europe: Top 15 stocks with biggest improvement in Total ESG scores (mcap > USD10bn)

					_	Current scores (3yr avg.)			
Ticker	Name	Country	Sector		Change in score	Total	Ε	S	G
				(USDbn)	(2008-2014)*				
CARLB DC	Carlsberg 'B'	Denmark	CS	10.3	66.0	88.2	92.4	94.8	70.2
ILD FP	ILIAD	France	TC	13.3	57.9	62.6	80.7	70.5	19.9
CABK SM	Caixabank	Spain	FN	22.6	53.3	83.5	87.5	93.1	44.2
BOL FP	Bollore	France	ID	12.9	47.0	77.9	82.4	88.9	9.5
BAER VX	Julius Bar Gruppe	Switzerland	FN	11.1	46.6	64.4	58.7	58.6	36.0
KNEBV FH	Kone 'B'	Finland	ID	19.2	40.9	86.5	94.0	87.2	34.8
KN FP	Natixis	France	FN	19.0	40.4	82.6	88.1	89.2	78.8
LUX IM	Luxottica	Italy	CD	32.4	37.9	66.9	45.3	73.0	43.0
RIFP	Pernod-Ricard	France	CS	30.2	37.8	87.0	86.4	84.9	63.6
HEIA NA	Heineken	Netherlands	CS	50.7	33.8	90.1	93.1	87.4	65.9
HL/ LN	Hargreaves Lansdown	UK	FN	10.6	30.2	49.5	35.8	49.5	74.7
MAERSKB DC	A P Moller - Maersk 'B'	Denmark	ID	15.8	30.0	78.8	87.7	90.8	14.0
LIFP	Klepierre	France	FN	14.3	29.9	72.4	77.7	75.2	32.2
RMS FP	Hermes Intl.	France	CD	37.8	29.3	69.4	58.0	69.0	64.0
HEXAB SS	Hexagon 'B'	Sweden	IT	12.9	25.1	58.9	50.2	62.5	26.6

*Rolling three-year averages; Market cap as of 12/03/2015

Source: MSCI, Thomson Reuters Datastream, Thomson Reuters ESG, HSBC calculations

Experience / references on Responsible Investing (ESG)



Responsible Investments

GLOBAL SUSTAIN executives are well versed with aspects of responsible investment, specialized in how to align current practices with world standards (i.e, United Nations ESG Value Driver Model).

GLOBAL SUSTAIN is a signatory to the United Nations-supported Principles for Responsible Investment (PRI) Initiative, underlining its commitment to incorporate environmental, social and governance (ESG) issues into its professional services portfolio.

Signatory of:



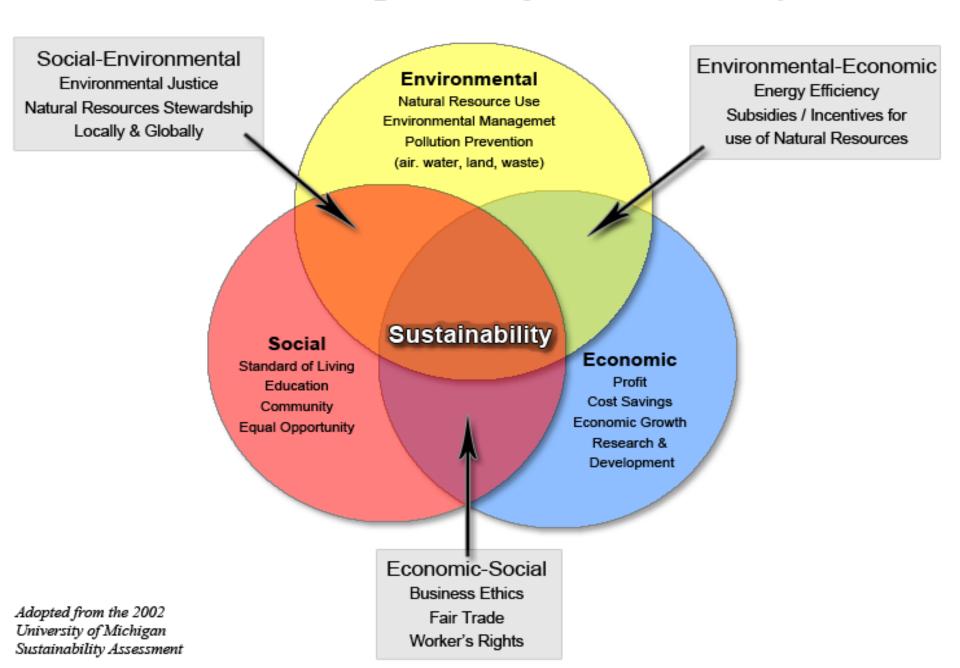




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The Three Spheres of Sustainability



SUSTAINABILITY AS RISK ELIMINATOR & GROWTH FACTOR RISK-RETURN (S)ROI – GROWTH FOR BANKS/FINANCIAL INDUSTRY

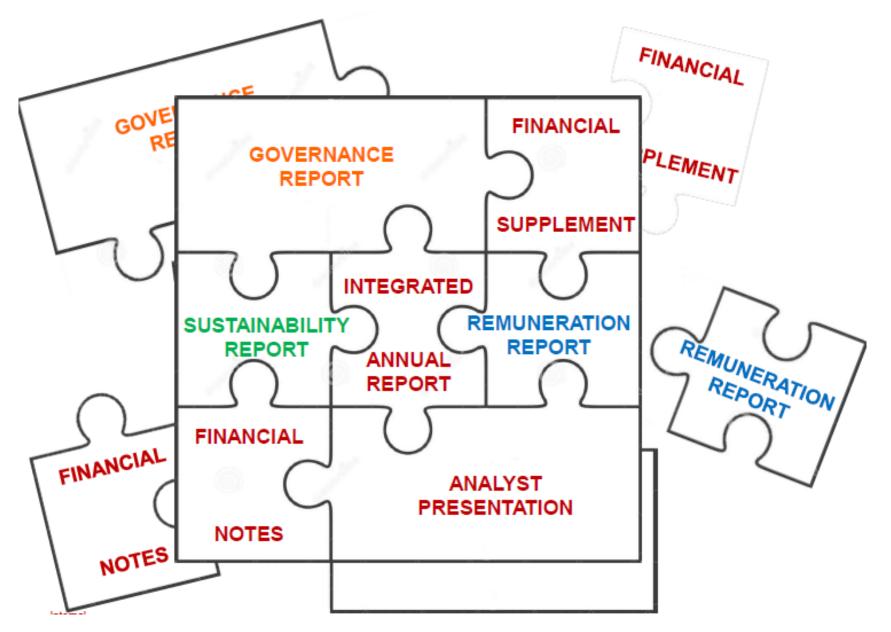




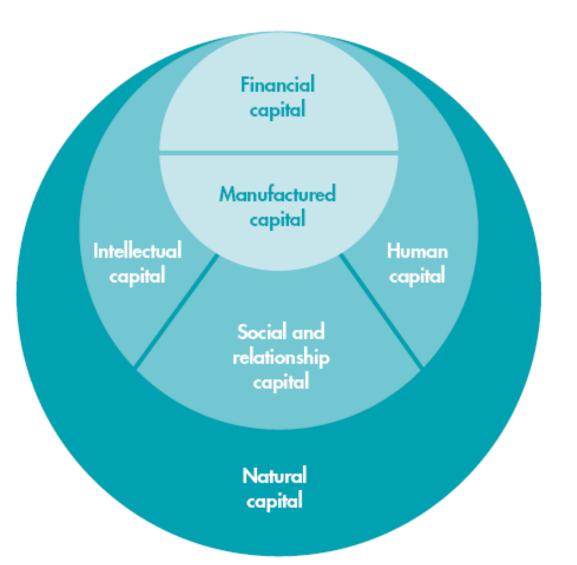


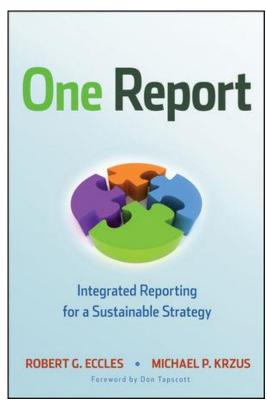
Corporate Governance Framework™ Global Sustain People | Planet | Profit **Board of Directors** & Committees Legal & Regulatory Monitoring Communication **Business Practices** & Ethics Risk & Performance Management Disclosure & Transparency

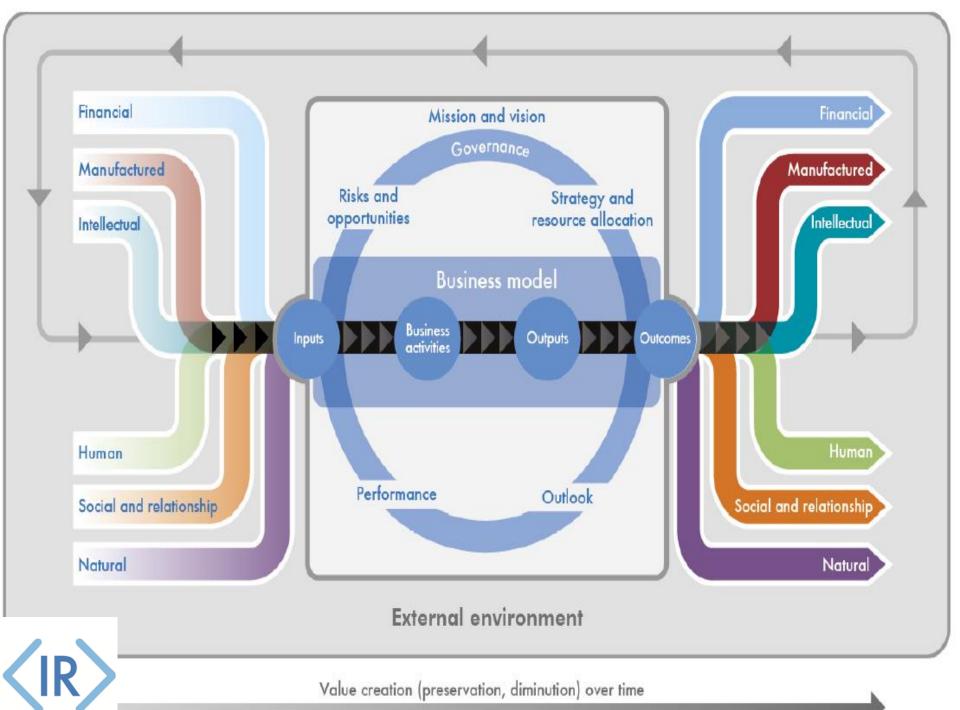
Solving the Corporate Reporting Puzzle



Identifying 6 Main Capitals

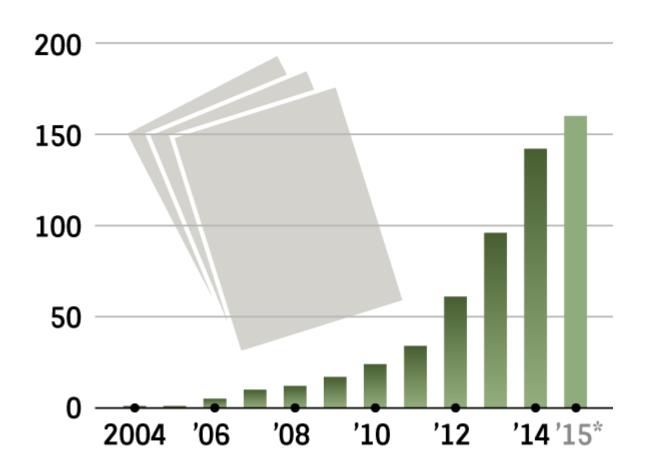






Number of companies issuing integrated reports at year-end

ASIAN REVIEW









"This sees the restructuring of the traditional "front half" annual report and "back half" financial statements into three more integrated reporting requirements based on performance, accountability and financial statements."

"The previous requirement for a standalone Sustainability Report within annual report and accounts has now been removed. Instead, organisations are strongly encouraged to demonstrate through integrated reporting, how sustainability is an essential characteristic within the strategic objectives, operations and policy making, the risks to these and how the risks are being managed. Additional context should be given to explain the areas of focus of sustainability and those which are the most material to the organisation. This seeks to reduce the focus of meeting onerous disclosure requirements rather than embedding sustainable development in the organisation's operations"

"There is no prescribed proforma for reporting – organisations should develop their own format to fit their business but are reminded that integrated reporting is strongly encouraged."



Corporate Reporting Journey

Financial Reports

- Financial information
- · Backward looking
- · Short term focus
- Compliance with regulations and standards to inform investors
- Financial Accounting Standards Board; General Accepted Accounting Procedures (IASB, IFRS)
- · Mandatory for publicly listed companies

Sustainability Reports

- · Primarily non-financial information
- Backward and forward looking
- Long term focus
- Global Reporting Initiative (GRI)
- Voluntary and mandatory

Integrated Reports

- Financial and non-financial information
- · Backward and forward looking
- Short-medium-long term
- · Support more informed capital allocation
- International Integrated Reporting Council (IIRC), Sustainability Accounting Standards Board
- Voluntary and mandatory







Leistung für Berlin.

www.sustainabilityforum.gr



ESG/Responsible Investing Forum, Berlin September 20, 2016







Workshop on EU Directive Non-financial Information Berlin, June 20, 2016 – 4:30pm-8:00pm Yearbook on Circular Economy

Athens, June 2016 Brussels, September 2016 Barcelona, October 2016 Berlin, November 2016



Appendix

- **Corporate profile**
- Who we are and what we do
- Partners and networks
- Contact details

Integrated Services

- Sustainability/CSR Strategy
- Responsible Investing
- Risk Management
- Green Finance
- Integrated Reporting
- Stakeholder Engagement
- Membership-driven network



GLOBAL SUSTAIN Presence in the world markets





Global Sustain World Network



















Corporate profile



Global Sustain Group (www.globalsustain.org) is an international strategic consulting with a +10 years of experience and focus in Sustainability – CSR – Risk Management – Compliance & Responsible Investing. It offers innovative on-line and offline services related to Sustainability & CSR (Strategy, Reporting, Benchmarking, Communication, Stakeholders Engagement, Training etc) Responsible Investing (ESG model) Advisory & Training for companies, banks, asset managers and asset owners strategic consulting in all green economy sectors, business ethics and excellence, transparency, human rights and accountability. Global Sustain is headquartered in London with companies in Berlin and in Athens an office in Brussels and affiliates in Zurich, New York, Dubai, Nicosia and Sri Lanka.

Global Sustain is also community driven with over 400 members, 100 of them corporations, among others from the financial industry too. Except above advisory services, Global Sustain publishes a multi-stakeholder Yearbook, two comprehensive fortnightly e-newsletters, facilitates networking events among members (M2M), organises sustainability forums, tailor made trainings, corporate & focused stakeholders events supporting companies and organisations in formulating and implementing their sustainability strategy and sustainable investments.



Selected Reference – Part of selected Expert Group – Production of Sustainability Policy Report for EU Commission on implementation of UN Sustainable Development Goals



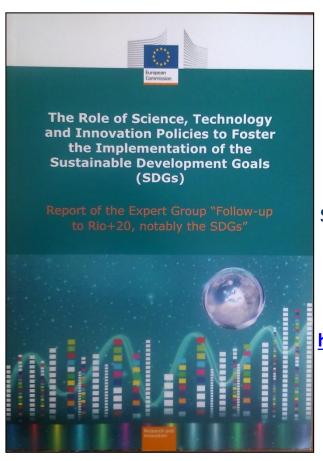






HORIZON 2020

The EU Framework Programme for Research and Innovation



The role of science, technology and innovation policies to foster the implementation of the Sustainable Development Goals (SDGs)

This report presents the conclusions of the independent Expert Group on the "Follow-up to Rio+20, notably the Sustainable Development Goals (SDGs)" that was established by the European Commission (EC) to provide advice on the role of science, technology and innovation (STI) for implementing the new global sustainable development agenda (2030 Agenda).

https://ec.europa.eu/programmes/horizon2020/en/news/rol e-science-technology-and-innovation-policies-fosterimplementation-sustainable-development

The members of the Expert Group: Professor Enrico Giovannini (chairperson), Dr Ingeborg Niestroy (rapporteur), Dr Måns Nilsson, Dr Françoise Roure and Mr. Michael Spanos.

Selected Global Sustain References / Members















Research

Specialists

Global Sustain People | Planet | Profit















Rwire









REVOLVE













AIRFRANCE #







Social Impact









managing risk, enabling trade















Partners



















INTERNATIONAL

















Why Global Sustain...

- Global Sustain
 People | Planet | Profit
- 1. Over 10 years working experience with leading corporations and brands
- 2. In depth knowledge, expertise and know-how of certified advisors and associates
- 3. Experience, Knowledge, References on Green Finance / Responsible Investments
- 4. Flexible to client's needs and provision of custom solutions to meet expectations
- 5. Deep understanding of brands, commercial reality, financial world
- 6. Unique expert advisory with problem identification and solutions
- 7. Exclusive access to sustainability databases around the world
- 8. Extensive community network of over 400 of businesses and non-profits
- 9. Cooperation with leading universities and research centers in sustainability
- 10. Leader in communicating and disseminating sustainability across the globe
- 11. Partnerships with intergovernmental organisations including UN and EU/EC

... because we understand your journey in sustainability & responsible investments!



www.globalsustain.org

ATHENS | BERLIN | BRUSSELS | COLOMBO | DUBAI | LONDON | NEW YORK | NICOSIA | ZURICH info@globalsustain.org – michael.spanos@globalsustain.org











Michael Spanos **Managing Director** Global Sustain Group



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