The ESMP mandatorily annexed to the Financing Agreement (FA)

General considerations

1. AD Ports Group is planning to implement the Port of Luanda - Unicargas Terminal Modernization Project (the ***Project***). Subject to Board approval, the Bank has agreed to provide financing and implementation support for the Project, including ongoing monitoring and supervision throughout the financing period.

2. AD Ports Group will implement measures and actions of this Environmental and Social Management Plan[1] (***ESMP***) so that the Project meets all the requirements of the Bank Environmental and Social Operational Safeguards (***OS***) and the National policy and legal requirements.

3. Where the ESMP refers to specific plans, whether they have already been prepared or are to be developed, the ESMP requires compliance with all mandatory provisions of such plans.

4. The table below summarizes the material measures and actions that are required, the basis of the requirement, the timing of the measure or action, and the criteria to be used for determining whether the required measure or action has been successfully achieved. AD Ports Group is responsible for compliance with all requirements of the ESMP even when implementation of specific measures and actions is conducted by an entity different from the Project Implementation Unit (PIU).

5. Implementation of the material measures and actions set out in this ESMP will be monitored and reported to the Bank by AD Ports Group as required by the ESMP and the conditions of the legal agreement, and the Bank will monitor and assess progress and completion of the measures and actions throughout implementation of the Project.

6. As agreed by the Bank and AD Ports Group, this ESMP may be revised from time to time during Project implementation, to reflect adaptive risk management of project changes and unforeseen circumstances or in response to assessment of project performance conducted under the ESMP itself. In such circumstances, AD Ports Group will propose and agree changes with the Bank, and then update the ESMP to reflect such changes.

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[1] The ESMP refers to all the E&S risks/impacts and measures, as approved in all the disclosed E&S documents and agreed between the Bank and Borrower. For projects involving multiple subprojects, that are identified, prepared and implemented during the course of the project, the Borrower will need to demonstrate to the Bank, before the project appraisal, through the preparation of E&S documentation of a sample of subprojects, that it has the capacity to carry out appropriate environmental and social assessment of subprojects, and prepare and implement such subprojects in accordance with the national laws and the OSs. (***Section III.2.3 of Bank's ESP and section D of OS1***)

	Material Actions[2] to Manage the Project's E&S Risks and Impacts	*Basis for Requirement*	*Key Performance Indicator*	*Indicative Timing/Deadline*
Periodic E&S implementation report to the Bank		Bank's ESP and OS1	Reports submitted in time, in good standard Construction E&S Performance report	Two weeks after the due period (Monthly)
1	Recruitment of E and S specialists as part of the Project implementation unit	Disclosed ESIA, OS1	Seasoned E&S specialists in the PIU	By Project effectiveness date
2	Establishment of the Project Grievance Redress Mechanism (GRM) and disclosure to Public	OS1, OS10 and National requirements	GRM operational and accessible to all stakeholders Community GRM established % of grievances resolved within the specified timeframe.	GRM operational by Project effectiveness date
3	Payment of compensation and reinstallation of affected people	SO10	NA	NA
4	Incorporation of site-specific E&S measures in the request for proposals	SO1 & national requirements	Site-specific E&S requirements and measures included in all Bidding	Before Bidding Document/RFP release and incorporated into EPC contract

[2] Please add any relevant key actions and/or indicate "Not applicable" in the third column ("Basis for requirement") for actions that are not applicable to the project.

			Documents, RFPs and Contracts	
5	Submission of high-risk activity's Contractor ESMP (*C-ESMP*) to Bank clearance	Bank's ESP and OS1	C-ESMP and Sub management plans developed.	Before commencement of high-risk activities
6	Establishment of the Contractor's Grievance Mechanism (GM) and information of workers	ÓS1, OS2, SO10 and Bank's Disclosure and Access to Information Policy	Contractor's GRM developed as part of the C-ESMP	Prior to project commencement (construction work)
7	Obtaining nationally required licenses prior commencement of subjected activities (excavations, tree-cutting, working at height, working in confined spaces, etc.)	OS1, OS2 and national labor laws	All relevant licenses/permits obtained from national authorities	Prior to project commencement (construction work)
8	Preparation, approval, and disclosure of specific E&S documents during Project implementation, including prior review of Category 1 terms of reference by the Bank	Bank's ESP, OS1 and national requirements	E&S documents submitted for Bank's disclosure.	Prior to project commencement (construction work)
9	Engagement with concerned stakeholders of each relevant specific E&S activity	OS1, OS10, Bank's Disclosure and Access to Information Policy	Number of stakeholder engagements activities and meetings held. Number of meeting documentation and feedback received	Stakeholders' engagement activities undertaken as part of the ESIA stage Continuously through project implementation in accordance with the SEP and as required

10	Establishment of Emergency Preparedness and Response mechanism	OS1 & OS4, national legislation on contingencies et	EPR established and timely response to emergencies Number of workers who received training in Emergency Preparedness and plan	EPR plan developed as part of the C-ESMP of EPC contract and Noatum Ports-Luanda Terminal before construction activities start.
11	Appropriate and timely handling of complaints/grievances	Bank's ESP and OS1	% of complaints/grievances resolved within the stipulated timeframe. Number of complaints/grievances recorded and resolved/closed in time. % of grievances submitted through accessible designated channels.	Continuously and throughout the project implementation
12	Notification to riparian or alert to downstream exposed peoples	Bank's ESP and OS1, applicable International Treaty/Convention ratified	NA	NA
13	Capacity building of key project implementers	OS1	Number of key project implementers trained.	HSE and E&S training undertaken by the Contractor

			Number of training documents and reports prepared Training records/registers provided where necessary Number of capacity building sessions undertaken	for their employees Periodically throughout the project implementation
14	Implementation of ESMS/ESAP[3]	OS1 and OS9, national requirements	Number of E&S Implementation reports submitted on time Independent annual E&S Compliance Audit report submitted Annual ESG Report prepared and publicly disclosed(may be fulfilled through the AD Ports Group Corporate Annual Sustainability /ESG Report)	Periodic E&S implementation report within two weeks after the end of the reporting month An independent annual E&S Compliance Audit at the end of the year or in the first quarter of the following year. Annual ESG report by the end of second quarter of the following year-

[3] Applies to non-sovereign operations and public sector projects implemented by permanent autonomous Agencies/Institutions.

14.1	*Approval of any required E&S management procedure*	Ditto	Number of required procedures developed and approved.	All required and relevant E&S procedures were approved as part of the AD Ports Group ESMS.
14.2	*Establishment of the E&S unit*	Ditto	Number of E&S specialists onboard under the E&S unit.	E&S unit has already been established.
14.3	*Capacity Building of the E&S Unit*	Ditto	Number of E&S unit staff trained Number of E&S specialists assigned with the required resources at PIU level	Continuous and periodically throughout the project implementation.
14.4	*Processing the Value Chain E&S due diligence*	Ditto	Completion of E&S due diligence reports. % of value chain E&S due diligence assessments completed	Prior to engaging new suppliers or contractors.
15	Suspending works in the event of EOHS risk or incident, immediately notify the Bank, and resume works only upon no-objection of the Bank.	Bank's ESP	Number of incidents resulting in work suspension. Number of serious EOHS incidents reported as per	Immediately and no later than 72 hours after the occurrence

			the bank's reporting requirements. Number of EHS notification reports, via agreed contractual channels.	
16	Prepare the root-cause analysis (RCA) of any fatal EOHS incident and implement the Corrective Action Plan (CAP).	Bank's ESP and OS1	RCA report with CAP to be submitted to the bank Number of CAPs implemented as per plan	No later than 30 days after incident.
17	Disclosure of Project's E&S reports to the public	OS1, OS10, Bank's Disclosure and Access to Information Policy	Number of reports disclosed to the public on relevant websites	ESIA/ESMP and other subplans disclosed in accordance with national and Bank's requirements.