MAINFIRST

# PROSPECTUS

1 January 2026

MainFirst - Investment company with variable capital governed by Luxembourg law

*(Société d'Investissement à Capital Variable, SICAV)*

Subscriptions can only be accepted on the basis of this full prospectus ("full prospectus"). The full prospectus is only valid if submitted together with the latest available annual report or, where applicable, the latest available semi-annual report if prepared later than the most recent annual report. The respective annual and semi-annual reports and the Key Information Documents are available free of charge before and after conclusion of contract from the Company's registered office or any institution in accordance with the provisions under EU Directive 2019/1160 Art. 92. Nobody shall be authorised to rely on statements that are not included in the full prospectus or in the Key Information Documents or in documents to which this full prospectus or the Key Information Documents refer and that are available to the public.

**MAINFIRST**

**LUXEMBOURG TRADE AND COMPANIES REGISTER NO. B 89 173**

INVESTMENT COMPANY WITH VARIABLE CAPITAL
UNDER THE LAW OF LUXEMBOURG
*(SOCIÉTÉ D'INVESTISSEMENT À CAPITAL VARIABLE, SICAV)*

| **BOARD OF DIRECTORS OF THE INVESTMENT COMPANY** | |
|---|---|
| **President** | Thomas Bernard<br>*Haron Holding S.A.* (société anonyme) |
| **Members of the Board** | Frank Thomas Gut<br>*GUFAM AG*<br><br>Marc-Antoine Bree<br>*Eidgenössische Steuerverwaltung, Swiss-Berne*<br><br>Alexander Body<br>*Haron Services S.à r.l.* |
| **MANAGEMENT, DISTRIBUTION AND ADVISORY** | |
| **Management company** | ETHENEA Independent Investors S.A.<br>(société anonyme)<br>16, rue Gabriel Lippmann<br>L-5365 Munsbach |
| **Depositary** | DZ PRIVATBANK S.A. (société anonyme)<br><br>(from 02/01/2026: DZ PRIVATBANK AG (Luxembourg branch **<br><br>4, rue Thomas Edison<br>L-1445 Strassen |
| **Functions of the Registrar and Transfer Agent, calculation of the net asset value and accounting, as well as customer communication (collectively referred to as "UCI Administration")**<br><br>**Domiciliary Agent and institution in accordance with the provisions of EU Directive 2019/1160 Art. 92 (country-specific institution)** | DZ PRIVATBANK S.A.<br>(from 02/01/2026: DZ PRIVATBANK AG (Luxembourg branch)<br>4, rue Thomas Edison<br>L-1445 Strassen |
| **Investment Manager** | ETHENEA Independent Investors S.A.<br>16, rue Gabriel Lippmann<br>L-5365 Munsbach<br><br>SPSW Capital GmbH<br>An der Alster 42<br>D-20099 Hamburg |
| **Securities lending agent** | J.P. Morgan SE, Luxembourg Branch<br>6, route de Trèves<br>L-2633 Senningerberg |
| **Auditor** | Ernst & Young S.A. (société anonyme)<br>35 E, Avenue John F. Kennedy<br>L-1855 Luxembourg |

** The change of name to DZ PRIVATBANK AG, Luxembourg Branch, will take effect upon registration in the commercial register (planned for 2 January 2026).

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# GENERAL SECTION

## GLOSSARY

| | |
|---|---|
| **Articles of Association** | The Articles of Association of the Company. |
| **Banking day** | A day (other than a Saturday or Sunday) on which the Banks are open for normal business in Luxembourg City all day. Deviations therefrom are stipulated in the Special Section. In this respect, 24 December and 31 December of each year shall not be considered to be banking days. |
| **Base currency** | The currency in which the respective Class of a sub-fund is denominated. |
| **Board of Directors** | The Board of Directors of the Company. |
| **CHF** | The official currency of Switzerland. |
| **Class** | A Class or several Classes of a sub-fund with particular features in terms of fee structure, minimum investment requirements, distribution policy, prerequisites to be fulfilled by the shareholders, base currency and other specific criteria. |
| **Company** | MainFirst, a variable capital investment company governed by Luxembourg law |
| **CRS** | Common Reporting Standard. |
| **Depositary** | DZ PRIVATBANK S.A. (from 02/01/2026: DZ PRIVATBANK AG (Luxembourg branch) 4, rue Thomas Edison, L-1445 Strassen, which assumes the custodian function for the Investment Company. From 2 January 2026, DZ PRIVATBANK S.A. will operate under the name DZ PRIVATBANK AG, Luxembourg branch, under German law and with a branch in Luxembourg.<br><br>Any reference in the following or in the Articles of Association to DZ PRIVATBANK AG, Luxembourg Branch, refers to DZ PRIVATBANK S.A. up to and including 1 January 2026 and to DZ PRIVATBANK AG, Luxembourg Branch, from 2 January 2026 onwards. |
| **EEA** | European Economic Area |
| **ESG principles** | Environmental, social aspects as well as the type of corporate governance that are taken into account when selecting investments. |
| **EU** | European Union |
| **EU member state** | A member state of the European Union |
| **EU member state** | A member state of the OECD |

| | |
|---|---|
| **EUR or euro** | The official currency of the member states of European monetary union. |
| **FATCA** | Foreign Account Tax Compliance Act. |
| **Fund currency** | The currency in which the assets in which a sub-fund invests are quoted and valued. Further details are provided in the Annex relating to the respective sub-fund. |
| **GBP** | The official currency of the United Kingdom. |
| **Gross share value** | The net asset value per share taking into account all costs within the performance fee included therein. It is used to calculate the performance fee. |
| **Law of 2010** | The Law of 17 December 2010 on Undertakings for Collective Investment, including subsequent amendments and additions. |
| **Member of the Board of Directors** | A member of the Company's Board of Directors. |
| **Money market instrument** | An instrument normally traded on the money market that is liquid and that has a value that can be determined at any time. |
| **Net asset value** | The net asset value of the Company, a sub-fund or, where applicable, a Class, calculated as described in this full prospectus and the Articles of Association. |
| **OECD** | The Organisation for Economic Cooperation and Development, whose member states at the time of publication include Australia, Austria, Belgium, Chile, Canada, Czech Republic, Denmark, Estonia, Finland, France, Germany, Greece, Hungary, Iceland, Ireland, Israel, Italy, Japan, Luxembourg, Mexico, New Zealand, Netherlands, Norway, Poland, Portugal, Slovakia, Slovenia, South Korea, Spain, Sweden, Switzerland, Turkey, the United Kingdom and the United States of America. |
| **Prospectus** | The Company's full prospectus as last amended. |
| **Regulation 2015/2365** | Refers to Regulation (EU) 2015/2365 of the European Parliament and the Council of 25 November 2015 on the transparency of securities financing transactions and the reuse and amending of Regulation (EU) No. 648/2012. |
| **S.A.** | A *société anonyme*, a joint stock company under Luxembourg law |
| **Securities** | Securities as defined in Article 1(34) of the Law of 2010:<br>• Equities and other securities equivalent to equities (equities)<br>• Bonds and other securitised debt instruments (debt instruments)<br>• All other marketable securities that entitle the holder to acquire securities by subscription or exchange with the exception of the techniques and instruments referred to in Article 42 of the Law of 2010. |

| | |
|---|---|
| **Securities financing transactions** | Securities financing transactions such as securities financing and securities repurchase agreements, acquisition with a repurchase option, reverse repurchase agreements. |
| **Shares** | Shares in the capital of the Company.<br>All of the Shares must be fully paid up. |
| **Sub-fund** | A sub-fund as defined in Article 181 of the Law of 2010, i.e. a special portfolio of assets set up for one or more Classes of the Company that is invested in accordance with a specific investment objective. The sub-fund does not have its own legal personality independent of the Company. However, each sub-fund is liable exclusively for the assets and liabilities attributable to it. The features of the individual sub-funds are described in more detail in the corresponding Annex. |
| **UCI** | Undertaking for collective investment |
| **UCI Administration and country-specific institution** | DZ PRIVATBANK AG, Luxembourg branch, 4, rue Thomas Edison, L-1445 Strassen, which assumes these functions for the Investment Company. |
| **UCITS** | Undertakings for collective investment in transferable securities pursuant to the European Council Directive 2009/65/EC of 13 July 2009 on the coordination of laws, regulations and administrative provisions relating to undertakings for collective investment in transferable securities (UCITS). |
| **USD or U.S. dollars** | The official currency of the United States of America. |
| **Valuation day** | Any banking day on which the net asset value per Share of a sub-fund (or a particular Class of a sub-fund) is calculated and which is referred to in the Annex for the respective sub-fund. |

# 1. INTRODUCTION

The full prospectus (**full prospectus**) is published in the scope of the current share (issue) offer of **MainFirst (Company)**, a variable capital investment company.

The Shares being offered (**Shares**) are Shares of the various sub-funds (sub-funds) of the Company and are offered for sale via Distributors. Subscriptions are only accepted if based on the valid full prospectus (General Section and Special Section) in conjunction with the latest published annual report and the latest published semi-annual report if it has been published later than the annual report.

Each sub-fund is legally dependent and all sub-funds together form the Investment Company, which itself is a legally independent entity. The full prospectus is exclusively published in the context of the offer of Shares of the sub-funds available at the time of printing of the full prospectus.
The sub-funds' Shares are issued, redeemed or converted at the prices resulting from the calculation of the Net Asset Value per Share of the relevant sub-fund. In this context please refer to the following sections:

**Issue** of shares

**Redemption** of shares

**Conversion** of shares

Pursuant to the provisions of the Law of 17 December 2010 relating to undertakings for collective investment ("UCIs"), as amended (the **Law of 2010**), the Company is entitled and obliged to prepare essential information for investors for the distribution of Shares of one or several sub-fund(s), with the full prospectus available in Luxembourg at the Company's registered office, from the Management Company and from national agents.

Thus, the full prospectus contains one General Section comprising the provisions applicable to all sub-funds, and a Special Section, detailing the individual sub-funds and the provisions specific to them. In its Special Section, the full prospectus includes all sub-funds and may be consulted by investors at the Company's registered office, via the Management Company and via the national agents. The full prospectus includes the General Section and the respective applicable Special Section. Additionally, the Company must issue key investor information containing a concise presentation of the relevant sub-fund, information regarding the fields of investment, economics and trading, and additional information for investors.

The Company's Board of Directors (**Board of Directors**) has taken all necessary steps to ensure that the full prospectus, at the time of its publication, contains accurate and precise information on all of the key issues tackled therein. All members of the Board of Directors (**Directors**) accept their liability in this regard.

Potential subscribers of Shares are requested to seek personal advice – via their bank or their financial, legal or tax advisor – to become fully aware of any legal or tax consequences or of any consequences related to foreign exchange restrictions or controls which may be applicable to the subscription, the holding, redemption, conversion or transfer of Shares with regard to the current legal situation in the country of residence, ordinary residence or place of business of such person.

Nobody is authorised to issue information other than the information provided in the Prospectus and in the documents referred to therein.

Any information disclosed by a person who is not referred to in the Prospectus should be regarded as unauthorised information. The information contained in the Prospectus is accurate at the time of issue, it may be updated from time to time to take account of any major changes that subsequently occur. Any potential subscriber of Shares is therefore advised to check with the Company as to whether a more recent Prospectus has been published since the original date of publication.

Any reference to the terms **EUR, GBP, CHF** and **USD** in this full prospectus shall mean the relevant legal tender in the member states of the single European currency, in the United Kingdom, Switzerland or the United States.

The Annexes are integral parts of the full prospectus and must be read in conjunction with it.

**The Company informs potential investors of the fact that all investors can only assert their rights in their entirety directly against the Company, in particular the right to participate in General Meetings, if the investor is himself a shareholder of the Company and is thus entered in the Company's share register in his own name. In cases in which the investor has invested in the Company through an intermediary such as a trustee or a so-called nominee who has made the investment in his own name but on behalf of the investor, all of the rights associated with the investment may not automatically be asserted by the investor directly vis-à-vis the Company. Investors are advised to seek advice on their rights in such a situation.**

Copies of the full prospectus may be acquired free of charge from the Management Company and from the UCI Administration:

DZ PRIVATBANK AG, Luxembourg branch
4, rue Thomas Edison
L-1445 Strassen

The Prospectus may be translated into other languages. Any foreign-language versions should be accurate and true translations of the German original. In the event of any differences between the German version of the Prospectus and other language versions of the same document, the German version shall be binding, unless national legal provisions in a distribution country stipulate that the version of the Prospectus issued in that country in a different language is the binding version.

**EUROPEAN UNION (EU)** – The Company is an Undertaking for Collective Investment in Transferable Securities (UCITS) pursuant to Directive 2009/65/EC of the European Parliament and of the Council of 13 July 2009 on the coordination of laws, regulations and administrative provisions relating to undertakings for collective investment in transferable securities (**UCITS Directive**); the Company's Board of Directors intends to publicly distribute the Shares in various EU member states (**EU member state**) according to the provisions of the UCITS Directive.

**LUXEMBOURG** – The Company is an Undertaking for Collective Investment in Transferable Securities (UCITS) pursuant to Section I of the Law of 2010. The Company's admission as a Luxembourg UCITS must not be interpreted as a positive judgement by the Luxembourg supervisory authority, *Commission de surveillance du secteur financie*r (the **CSSF**) regarding the quality of the Shares in the Company distributed on the basis of this full prospectus.

The full prospectus must not serve as a basis for an offer or an invitation to purchase in a certain country or under certain conditions unless such offer or invitation is authorised in the relevant country or under the relevant conditions. Any potential subscriber of Shares receiving a copy of the full prospectus (General and Special Section) or the subscription from outside of the Grand Duchy of

Luxembourg, shall regard such documents as an invitation to purchase or subscribe regarding such Shares only if such invitation can be made in full legally in the corresponding country without any registration or other requirements, or if the relevant person complies with such country's applicable legal provisions, or has received all official and any other authorisations required, and has complied with all applicable formal requirements.

**FRANCE** – Shares in certain sub-funds of the Company may be held in France as part of a share savings plan (*Plan d'épargne en actions*). As regards the sub-funds Germany Fund and Top European Ideas Fund, the Company undertakes to invest its assets pursuant to Article 91 quater L of Annex II of the French *Code général des impôts* such that on a sustained basis at least 75% is invested in transferable securities or rights, as indicated under a, b and c of the 1st paragraph of Article L.221-31 of the French *Code monétaire et financier*.

**UNITED STATES OF AMERICA** – The Shares have not been registered under the provisions of the United States Securities Act of 1933; thus, they must by no means be offered or in any way sold within the United States of America or any of its territories and may also not be offered or sold either to United States citizens or for the benefit of U.S. persons, with the term "U.S. person" being defined in Article 10 of the Articles of Association (**Articles**).

## 2. GENERAL INFORMATION ON THE COMPANY AND ITS MANAGEMENT

**General information on the Company**

2.1 The Company is an investment company with variable capital (*"société d'investissement à capital variable", SICAV*, in the form of a *société anonyme*) which was established on 26 September 2002, in the form of a stock company in accordance with Luxembourg law, pursuant to the provisions of the law of 10 August 1915 on Commercial Companies including subsequent changes and supplements and the amended law of 30 March 1988 on undertakings for collective investments for an indefinite period. The Company's Articles of Association and the full prospectus have been amended pursuant to the Law of 20 December 2002 on Undertakings for Collective Investment and also, subsequently, pursuant to the Law of 2010.

2.2 It has its registered office at 4, rue Thomas Edison, L-1445 Strassen, Luxembourg.

2.3 The Company is recorded in the Luxembourg Register of Commerce and Companies under no. B 89 173.

2.4 The founding Articles of Association were published in *Mémorial C, Recueil Spécial des sociétés et associations* (**Mémorial**) on 24 October 2002. The Mémorial was replaced on 1 June 2016 by the new information platform Recueil électronique des sociétés et associations ("RESA") of the Luxembourg Register of Commerce and Companies. Amendments to the Articles of Association to the Investment Company of Association came into effect most recently on 1 January 2021 and were published in RESA.

2.5 The Company's UCI Administration is located in Luxembourg.

2.6 At the time of formation, the Company's initial capital amounted to EUR 125,000, represented by two thousand five hundred (2,500) fully paid-in no-par Shares.

2.7 The Company's capital was required to have reached a level of EUR 1,250,000 within six months of the Company being approved. It is represented by fully paid-in no-par Shares.

2.8 In accordance with the Articles of Association, Shares can be issued as considered by the Board of Directors to various sub-funds of the Company's assets. The assets of each sub-fund are established separately and invested according to the relevant sub-fund's investment objectives. Thus, the Company is established as an umbrella fund, enabling the investor to choose from various investment objectives and to invest in one or more sub-funds of the Company's assets.

2.9 Each of these sub-funds has its independent portfolio of securities and legitimate assets managed according to specific investment objectives. Each of the sub-funds can vary in particular by investment strategy, investment objectives, fund currency (**fund currency**) or other criteria as mentioned in the respective Annex. Exemption of liability exists among the individual sub-funds. shareholder and creditor rights concerning a sub-fund or rights regarding the inception, custody or the liquidation of a sub-fund only refer to the assets of this sub-fund.

2.10 The assets of a sub-fund are only liable up to the sum of the shareholder's invested assets in this sub-fund and also liable for the costs associated with the inception, management or liquidation of the sub-fund. Every sub-fund is treated as an independent entity with regards to the relationships of shareholders to one another.

2.11 The sub-fund can issue several Classes (**Class**) whose assets are subject to a mutual investment objective. The Classes differ, for instance, regarding the fee structure, minimum investment requirements, distribution policy, and compliance of requirements for the shareholders, fund currency and other specific criteria. **A specific Class does not hold a separate portfolio of investments. Each Class is therefore also liable for an obligation specifically made in another Class of the sub-fund, for example from currency hedging when issuing currency hedged Classes. This inclusion may negatively impact the net asset value (net asset value) of the non-hedged Classes.**

2.12 At present, Shares in the following sub-funds of the Company are issued:

- MainFirst – Top European Ideas Fund
- MainFirst – Germany Fund
- MainFirst – Emerging Markets Corporate Bond Fund Balanced
- MainFirst – Global Equities Fund
- MainFirst – Absolute Return Multi Asset
- MainFirst – Global Dividend Stars
- MainFirst – Global Equities Unconstrained Fund
- MainFirst – Megatrends Asia

2.13 The Board of Directors shall exclusively issue Registered Shares in the above sub-funds.

2.14 Upon the launch of new sub-funds, the full prospectus shall be amended as appropriate by providing detailed information regarding the new sub-funds.

2.15 At any time, the Company's capital corresponds to the total of all sub-funds' net asset values.

**Management company**

2.16 The Board of Directors of the Management Company has appointed ETHENEA Independent Investors S.A., as the Company's Management Company as defined in the Law of 2010 pursuant to an agreement concluded with effect from 1 January 2024.

The Management Company was founded for an unlimited term on 10 September 2010. The Share capital currently totals EUR 1,000,000. The Management Company is entered in the Luxembourg Commercial Register under number RCS B 155427. The registered office of the

Management Company is located at 16, rue Gabriel Lippmann, L-5365 Munsbach, Grand Duchy of Luxembourg.

2.17 The Board of Directors of the Management Company is composed of the following persons:

Luca Pesarini (Chairman of the Board of Directors),

Thomas Bernard (Deputy Chairman of the Board of Directors),

Julien Zimmer (Member of the Board of Directors) and

Jörg Hügel (Member of the Board of Directors)

2.18 The managers of the Management Company are:

**(a) Thomas Bernard**

**(b) Luca Pesarini**

**(c) Josiane Jennes**

**(d) Frank Hauprich**

2.19 The Management Company acts in this function to several investment funds and companies in Luxembourg. The Management Company currently manages the following investment funds:

Ethna-Aktiv, Ethna–DEFENSIV, Ethna–DYNAMISCH, MainFirst, Ethna SICAV, HESPER FUND, Basis Vermögen, CASE Invest, Exclusive Solutions Funds, O3 Asset Value SICAV, and Social Responsibility Funds A description of procedures for avoiding conflicts of interest can be found at www.ethenea.com.

The corporate purpose of the Management Company is the foundation and management of (i) undertakings for collective investment in transferable securities ("UCITS") in accordance with Directive 2009/65/EC, as amended, (ii) alternative investment funds ("AIF") in accordance with Directive 2011/61/EU, as amended, and other undertakings for collective investment (“UCIs”) which are not covered by the above Directives, on behalf of the unitholders. The Management Company acts in accordance with the provisions of the Law of 17 December 2010 on undertakings for collective investment, as amended (the “Law of 17 December 2010”), the Law of 13 February 2007, the Law of 12 July 2013, the applicable regulations and the circulars of the CSSF, each as amended.

2.20 Subject to the Board of Directors’ consent and in accordance with the applicable statutory rules, the Management Company may delegate performance of the tasks with regard to portfolio management, central administration and distribution of the Shares in the Company to suitable third parties.

2.21 Any such delegation to third parties notwithstanding, the Management Company shall retain responsibility for monitoring the tasks concerned. The delegation may not impair the effectiveness of the supervision by the Management Company in any way. In particular, the Management Company should not be hindered by the transfer of duties from acting in the best interests of the shareholders.

2.22 This covers the following activities in particular:

(a) Administration of the Company’s assets and sub-funds that has been outsourced under the Investment Management Agreement with SPSW Capital GmbH with registered office at An der Alster 42, D-20099 Hamburg, applicable As of 1 January 2026.

(b) UCI Administration, which has been outsourced to DZ PRIVATBANK AG, Luxembourg branch, with registered office at 4, rue Thomas Edison, L-1445 Strassen, by agreement with effect from 1 January 2024.

**Depositary**

2.23 The Company's assets are deposited with DZ PRIVATBANK AG, Luxembourg branch (**Custodian Bank**), which has agreed to act as sole Custodian Bank subject to a global custody agreement entered into with the Company for an unspecified period of time with effect from 1 January 2024 (the **Custodian Bank Agreement**).

The Custodian Bank Agreement may be terminated by the Company, the Management Company or by the Custodian Bank by giving 6 months' written notice prior to the end of the Company's financial year. Termination must always observe the provisions of Article 36(a) of the Law of 2010, i.e. a bank replacing the Custodian Bank must be named within a period of two months after the termination, and the Custodian Bank must perform the activities required to uphold the legitimate interests of the shareholders until a new bank is named.

The Custodian Bank is organised as a public limited company (*société anonyme*) under German law for an unlimited duration, with a branch in Luxembourg and its registered office is at 4, rue Thomas Edison, L-1445 Strassen, Grand Duchy of Luxembourg. It is subject to supervision by the German Federal Financial Supervisory Authority (BaFin) and the Luxembourg Financial Market Authority (CSSF).

Under the Custodian Bank Agreement, the Custodian Bank shall (i) perform the duties of Custodian Bank in relation to the custodial assets of the Company and (ii) carry out monitoring to ensure that any non-custodial assets of the Company always remain in the ownership of the Company. In addition, the Custodian Bank shall effectively and adequately monitor the Company's cash flows in accordance with legal requirements.

With regard to its custodial function as mentioned under (i) above, the Custodian Bank shall keep all financial instruments in a corresponding account opened at the Custodian Bank in the name of the Company (the account being at all times segregated in such a way that all financial instruments in this account can be clearly identified as belonging to the Company), as well as all financial instruments that can be physically held at the Custodian Bank. In the event of the Custodian Bank's insolvency or bankruptcy, assets of the Company segregated in this way shall not be available to creditors of the Custodian Bank in order to meet any claims of such creditors against the Custodian Bank.

With regard to other non-custodial assets as referred to in (ii) above, the Custodian Bank shall check the Company's ownership of such assets and enter these assets in a register. This register shall be kept permanently up to date by the Custodian Bank. For the purpose of checking the Company's right of ownership, the Custodian Bank shall have access to information and documents provided to it by the Company, and, in so far as available, publicly accessible or verifiable information or registers.

The Custodian Bank is responsible for adequate surveillance of the Company's cash flows and, in particular, for ensuring that all payments made by or on behalf of investors reach the Company and that all cash of the Company is posted to cash accounts which (i) have been opened in the name of the Company or in the name of the Custodian Bank on behalf of the Company, (ii) have been opened in accordance with points (a), (b) and (c) of Article 18(1) of Directive 2006/73/EC, and (iii) are in accordance with the obligations to be observed pursuant to Article 16 of Directive 2006/76/EC. Where cash accounts have been opened in the name of the Custodian Bank on

behalf of the Company, cash of the Company within the meaning of (ii) above and cash of the Custodian Bank must not be mixed in these accounts.

2.24 Pursuant to the provisions of the Law of 2010, and in addition to its custodial duties, it is the task of the Custodian Bank to ensure that:

(a) the sale, issue, redemption, conversion and the declaration of invalidity of Shares by the Company itself or for its account are carried out in compliance with legal requirements and the Articles of Association;

(b) valuation of Shares is carried out in compliance with the law and the Articles of Association;

(c) the instructions of the Company are carried out, provided these do not infringe legal requirements or the Articles of Association;

(d) regarding transactions involving the Company's assets, the corresponding consideration is received within the usual timeframe;

(e) the Company's revenues are used for the purposes specified in the Articles of Association.

2.25 Assets held in custody by the Depositary cannot be reused for their own account by the Depositary, or by a third party to whom the custodial function has been transferred. Reuse is considered to be transactions with assets such as transfer, pledging, selling and borrowing.

According to the provisions of the Custodian Bank Agreement and the requirements of the Law of 2010, the Custodian Bank may, under certain conditions and to ensure the performance of its duties, transfer all or part of its tasks to third parties whom it appoints from time to time. A list of third parties who may potentially be appointed by the Custodian Bank is available at www.ethenea.com.

The Custodian Bank shall employ all due skill, care and diligence in selecting and appointing such third parties, as required by the Law of 2010, so as to ensure that its entrusts assets of the Company only to those third parties who have adequate resources and experience to undertake the transferred activities and appropriate standards of security in accordance with the Law of 2010. This includes, in particular, ensuring that the third party is subject to appropriate prudential financial regulation and supervision.

Regardless of the foregoing, where the laws of a third country require that certain financial instruments of the Company be held in custody by a company established in the third country concerned, the Custodian Bank may transfer the custodial function to such companies, but only as long as and to the extent that the laws of a third country so require.

2.26 The Custodian Bank's liability shall not be affected should the Bank entrust third parties wholly or partially with the custody of the Company's assets.

The Custodian Bank is liable to the Company and its shareholders for the loss of any financial instruments that have been held by the Custodian Bank or a third party (delegate) in accordance with the Law of 2010, and in particular is obliged to deliver a financial instrument of the same type or the corresponding amount back to the Company without undue delay.

The Custodian Bank shall also be liable for any other losses caused by it through negligence or intentional misconduct arising in the exercise of its obligations under the Law of 2010.

If the event which resulted in the loss of financial instrument was not due to the Custodian Bank's own actions or omissions (or those of a third party), the Custodian Bank shall be released from liability if it is able to show that it could not have prevented the event which led to the loss, despite

all appropriate precautionary measures and efforts, in accordance with the provisions of the Law of 2010.

2.27 As remuneration for its services as the Custodian Bank, the Custodian Bank charges the standard banking costs in Luxembourg in connection with holding assets and securities, which are described in greater detail in Section 12. of the General Section.

In carrying out its duties, the Custodian Bank shall always act honestly, fairly, professionally, independently and exclusively in the interest of the Company and its investors. In particular, the Custodian Bank must not undertake any activities in relation to the Company that might constitute a conflict of interest between the Company, the shareholders and the Custodian Bank, unless the Custodian Bank is able to make a functional and hierarchical separation of the exercise of custodial duties with potential conflicts, and such potential conflict points are properly identified, managed, monitored and disclosed.

**UCI Administration and country-specific institution**

2.28 The Management Company has delegated the tasks of UCI Administration and country-specific institution to DZ PRIVATBANK AG, Luxembourg branch. DZ PRIVATBANK AG, Luxembourg branch shall be responsible, among other tasks, for the performance of the administrative functions required by Luxembourg law, the maintenance of the Company's accounting records and the maintenance of the Share Register. In addition, it shall be responsible for the periodic calculation of the net asset value per Share and shall also assume any other functions of UCI Administration according to Luxembourg laws. In particular, it shall be responsible for the subscription, redemption and conversion of Shares as well as the transfer of the relevant proceeds. DZ PRIVATBANK AG, Luxembourg branch has, under its responsibility and control, transferred various administrative tasks, such as the calculation of the net asset values, to Attrax Financial Services S.A. (société anonyme) with registered office at 3, Heienhaff, L-1736 Senningerberg.

**Distributors**

2.29 In compliance with the applicable laws, the Company and the Management Company intend to appoint, in accordance with the applicable laws, Distributors and suitable third parties (e.g. platforms) to offer and sell the Shares of each sub-fund in all countries in which the offering and sale of these Shares is permitted. These contract partners are entitled to retain or reduce the front-end load or parts of the front-end load for the Shares they distribute. Contracts with these contract partners regulate rights and obligations in connection with the offering and sale of the Shares of the sub-funds. The Company has entered into contracts with Distributors and other suitable third parties to offer and sell the Shares of the sub-funds.

2.30 The distributors are under an obligation to identify and verify the status of investors/beneficial owners who wish to be entered in the fund register. The directors establish contact with the investor and maintain the client relationship, taking into account all tasks and duties defined by supervisory law and the law.

2.31 The contract partners transmit the subscription, redemption and conversion orders to the Management Company.

**Investment Manager**

2.32 The Company has transferred investment management for the sub-funds **MainFirst – Global Equities Fund, MainFirst – Global Equities Unconstrained Fund, MainFirst – Absolute Return Multi Asset and MainFirst – Megatrends Asia**, to SPSW Capital GmbH, An der Alster 42, D-20099 Hamburg. The Investment Manager is a securities institution pursuant to Section 15 of

the German Securities Institutions Act (WpIG) and is licensed to manage financial portfolios pursuant to Section 2 (2) No. 9 WpIG. It is subject to supervision by the Federal Financial Supervisory Authority (BaFin). SPSW Capital GmbH can also delegate investment management tasks for all sub-funds to MainFirst Affiliated Fund Managers (Switzerland) AG at its own responsibility, cost and control.

2.33 For all other sub-funds, investment management is carried out by the management company ETHENEA Independent Investors S.A. itself.

2.34 The basis for the appointment of SPSW Capital GmbH is an agreement dated 8 August 2025. SPSW Capital GmbH is licensed to manage financial portfolios pursuant to Section 2 (2) No. 9 WpIG. It is subject to supervision by BaFin. The Company was established in December 2010.

2.35 The Investment Manager and/or the Management Company are authorised, under the supervision of the Board of Directors and the Management Company, to take decisions on the investment and reinvestment of the assets of the sub-funds in accordance with the full prospectus and the Articles of Association of the Company.

## 3. GENERAL INVESTMENT OBJECTIVES, INVESTMENT POLICY AND RISKS

3.1 The fundamental objective of the Company is to provide its shareholders with an appropriate increase in value of the capital invested in conjunction with a broad diversification of the risks involved.

3.2 Investments in any of the Company's sub-funds are subject to market fluctuations and other risks typically associated with investing in securities.

3.3 The value of the investment may be influenced by national and international macroeconomic developments, by interest rate fluctuations or by changes in the currencies of the investment countries, but also by exchange control provisions, by the tax legislation of the individual investment countries, including the provisions regarding withholding tax, by change of government or by changes in the economic and currency policies of the relevant countries. There is therefore no guarantee that the objectives of the investment policy will be achieved in practice.

3.4 The investment policy for the respective sub-funds is consistently implemented in accordance with the investment restrictions described in section 17.

3.5 Each sub-fund may apply different strategies to reduce investment risks and to optimise its portfolio return but is, however, subject to the investment restrictions described in section 17. At present, such strategies include options on securities, exchange futures, futures, and options on futures. The situation on the markets and the applicable legal provisions may restrict the use of such instruments. The Company cannot guarantee the success of such strategies. The sub-funds participating in the futures and options markets, and the sub-funds applying currency exchange transactions in compliance with the investment restrictions specified under section 17 are subject to the risks and costs related to such specific investments; they would not be subject to such risks and costs if they had not concluded such transactions. Should the Investment Manager's assessment of the development of the securities, currency and interest markets not be correct, the sub-fund may find itself in a more unfavourable situation than if the risk hedging or optimising strategies had not been applied.

3.6 There is no guarantee that the sub-funds' portfolios are effectively hedged or that the sub-funds will actually achieve their investment objectives.

3.7 None of the Company's sub-funds shall, as part of their investment policy, invest in equities or Shares of the Investment Manager or of companies that are associated with the Investment Manager.

3.8 The fundamental objective of the Company, the Management Company and the Portfolio Managers appointed is to assess and take into account ***environmental and social aspects as well as the type of corporate governance*** when investment decisions are made (**"ESG Principles"**). Investments should contribute to a sustainable global financial system. Further details, in particular on the investment process, the internal principles and guidelines as well as further information on the strategies, investment decisions and results taking into account ESG aspects are available to interested parties and shareholders at www.ethenea.com.

The sub-funds of the Investment Company take sustainability aspects into account in their investment processes. They use a combination of different methods to do so:

- Negative lists
  - Limit product exposure at issuer level
- Norm-based criteria
  - Take human rights, labour rights, environmental and ethical standards into account in the investment decision and/or the investment process
- ESG integration
  - ESG risk indicators are constantly analysed in the investment process and also contribute to investment decisions.

Further details can be found at www.ethenea.com.

## ESG strategy applied

| FUND | DEDICATED ESG STRATEGY | ESG INTEGRATION | SUSTAINABILITY ANALYSIS OF ALL SECURITIES | SFDR ALLOCATION |
|---|---|---|---|---|
| MainFirst - Top European Ideas Fund | x | x | x | 8 |
| MainFirst - Germany Fund | x | x | x | 8 |
| MainFirst - Emerging Markets Corporate Bond Fund Balanced | x | x | x | 8 |
| MainFirst - Global Equities Fund | x | x | x | 8 |
| MainFirst - Absolute Return Multi Asset | x | x | x | 8 |
| MainFirst- Global Dividend Stars | x | x | x | 8 |
| MainFirst - Global Equities Unconstrained Fund | x | x | x | 8 |
| MainFirst - Megatrends Asia | x | x | x | 8 |

## Exclusion criteria for companies

| FUND | ARMAMENTS | that are NOT PARTICIPANTS in the "UN GLOBAL COMPACT" or are in breach of it | OUTLAWED WEAPONS |
|---|---|---|---|
| MainFirst - Top European Ideas Fund | | x | x |
| MainFirst - Germany Fund | | x | x |
| MainFirst - Emerging Markets Corporate Bond Fund Balanced | x | x | x |
| MainFirst - Global Equities Fund | x | x | x |
| MainFirst - Absolute Return Multi Asset | x | x | x |
| MainFirst- Global Dividend Stars | | x | x |
| MainFirst - Global Equities Unconstrained Fund | x | x | x |
| MainFirst - Megatrends Asia | x | x | x |

## Exclusion criteria for government bonds

| FUND | HUMAN RIGHTS / DEMOCRACY | BIODIVERSITY | CORRUPTION | NUCLEAR NON-PROLIFERATION TREATY |
|---|---|---|---|---|
| MainFirst - Emerging Markets Corporate Bond Fund Balanced | | | | |
| MainFirst - Absolute Return Multi Asset | x | x | x | x |

**Additional information**

| FUND | ADDITIONAL INFORMATION |
|---|---|
| MainFirst - Top European Ideas Fund | https://www.ethenea.com/mf_top_european_ideas_fund/ |
| MainFirst - Germany Fund | https://www.ethenea.com/mf_germany_fund/ |
| MainFirst - Emerging Markets Corporate Bond Fund Balanced | https://www.ethenea.com/mf_emerging_markets_corporate_bond_fund_balanced/ |
| MainFirst - Global Equities Fund | https://www.ethenea.com/mf_global_equities_fund/ |
| MainFirst - Absolute Return Multi Asset | https://www.ethenea.com/mf_absolute_return_multi_asset/ |
| MainFirst- Global Dividend Stars | https://www.ethenea.com/mf_global_dividend_stars/ |
| MainFirst - Global Equities Unconstrained Fund | https://www.ethenea.com/mf_global_equities_unconstrained_fund/ |
| MainFirst – Megatrends Asia | https://www.ethenea.com/mf_megatrends_asia/ |

3.9 Risks associated with investing in eligible Chinese stocks with the Shanghai and Shenzhen Hong Kong Stock Connect

The Shanghai and Shenzhen Hong Kong Stock Connect ("SHSC") is a programme for mutual market access ("Mutual Market Access Programme") under which investors (here the Fund) can trade in selected securities that are listed on the Shanghai Stock Exchange ("Shanghai Stock Exchange (SSE)") via the stock exchange and clearing houses in Hong Kong ("Northbound Trading"), and investors in mainland China who meet certain criteria are given the opportunity to trade in selected securities that are listed on the Hong Kong Stock Exchange ("Stock Exchange of Hong Kong Limited (SEHK)") via the stock exchange and clearing houses in Shanghai ("Southbound Trading").

If applicable, the Fund will acquire Chinese A-Shares with the SHSC programme in accordance with its investment policy. A share of the Shanghai Stock Exchange or the Shenzhen Stock Exchange designated as an A-Share refers to the share of a company that is traded in Renminbi, the currency of the People's Republic of China. Originally, these shares could only be traded by Chinese citizens. The use of SHSC can result in the following risks or increase the risks mentioned in this chapter:

- Trading via the SHSC is subject to a daily quota, which may mean that the Fund is limited in its investment opportunities or may not be able to make its intended investments on a specific day via the SHSC. The daily quota limits the maximum net purchases in cross-border trading that can be made on a daily basis under the Stock Connect programme. As soon as the remaining balance of the northbound daily quota reaches zero or is exceeded at the beginning of the session, new buy orders are rejected and only accepted again on the following trading day. In addition, there are restrictions on the total holdings of foreign investments that apply to all Hong Kong and overseas investors, as well as restrictions on the holdings of individual overseas investors. Investors should be aware that different trading hours and different allotment and holding limits can limit the Fund's ability to make timely investments.
- The exchanges connected via SHSC reserve the right to suspend trading in order to ensure a proper market if they deem this to be necessary. It should also be noted that SHSC is only operated on days that are considered a trading day in the People's Republic of China and Hong Kong and the following day is a banking day in the countries mentioned.
- Due to the novelty of SHSC and the creation of the necessary processes and resources required by SHSC for the use of SHSC, operational risks (such as the fact that systems do not

function properly) can arise. The settlement risk is reduced by the fact that only the principle of delivery versus payment is used for the settlement of the Fund's transactions in A-shares.

- The SHSC is subject to the supervision of the Chinese financial supervisory authority (CSRC: China Securities Regulatory Commission) and thus the legal and regulatory provisions of the People's Republic of China, which can influence the Fund due to the use of SHSC.
- Economic developments in the People's Republic of China can have an impact on the Fund's assets due to the use of SHSC and thus the investment in certain eligible Chinese A-shares.

## 4. SHARES OF THE COMPANY

4.1 The Company may issue Shares in the form of Bearer Shares or Registered Shares. Bearer Shares are only issued in the form of a global certificate held in a clearing and settlement system.

4.2 The issued Shares, regardless of their form, may be issued as either accumulating or distributing Shares.

4.3 The Board of Directors may issue Classes of Shares as detailed in the respective Special Sections. The Board of Directors shall determine the terms (determination of the initial issue date at the initial issue price) by means of a resolution passed by same.

4.4 Savings and withdrawal plans for Registered Shares of all A and B Share Classes held in the Share Register are not offered. Savings and withdrawal plans at custodian institutions are offered for Bearer Shares of the A and B Share Classes.

4.5 The net return from the issue of Shares shall be invested in the corresponding sub-fund's assets.

4.6 The Board of Directors shall set up separate assets for each sub-fund. Each of these assets shall be allocated exclusively to the Shares issued for the relevant sub-fund considering the ratio of the shareholders concerned.

4.7 Each sub-fund shall only be only liable for its own obligations to third parties and to creditors in particular. Pursuant to the Law of 2010, the Company is not liable as a whole, irrespective of which sub-fund's liabilities are concerned.

4.8 Registered Shares are entered into a register of Shares maintained by the Company or one or more persons commissioned by the Company to this effect. The registration comprises the name of each holder of Registered Shares, the holder's domicile or chosen ordinary residence as communicated to the Company, the number of Registered Shares held and the amount paid in for each such Share.

4.9 Entry of the shareholder's name in the register is proof of their ownership.

**4.10 Subject to the Company's consent, Shares may also be held via an intermediary such as a trustee or nominee. In such cases, the trustee or nominee is entered into the register following the subscription of Shares. However, all shareholders may at any time have their own name entered in the register by requesting that the trustee or nominee transfer the Shares to the shareholder.**

4.11 Bearer Shares are issued in the form of global certificates.

4.12 All Shares must be fully paid in; they have no face value and do not grant any preference or preemptive rights. Pursuant to the legal provisions and the stipulations of the Articles of Association, each Share grants one vote in any General Meeting, irrespective of the corresponding sub-fund.

## 5. ISSUE OF SHARES

5.1 Accumulating and/or distributing Shares in each sub-fund are issued at the subscription price. This price is calculated on any valuation day on the basis of the net asset value per Share.

5.2 As soon as sub-funds are available for subscription, the Company may determine an initial subscription period in which the Shares are issued at a fixed initial subscription price plus a sales charge if applicable.

5.3 After the initial subscription period, the Shares of the various sub-funds are issued at an issue price based on the net asset value per Share on the relevant valuation day. Moreover, a sales charge is applied which can be credited wholly or partially to the Distributor commissioned with the sale of the Shares in the country in which the investor is ordinarily resident.

5.4 Subscription applications for the acquisition of Registered Shares may be submitted to the Management Company, the Registrar and Transfer Agent and the Distributor, if any. These receiving offices are obligated to forward the subscription applications to the Registrar and Transfer Agent immediately. Subscription applications are considered to have been received when they are received at the Registrar and Transfer Agent. which accepts the subscription orders on behalf of the Management Company.

5.5 Subscription orders arriving at the Registrar and Transfer Agent by no later than 12 noon (Luxembourg time) on the valuation day are settled after acceptance at the subscription price applicable on that valuation day. Orders arriving after 12 noon (Luxembourg time) on the valuation day are settled after acceptance at the subscription price of the following valuation day.

5.6 The issue price must be paid within three (3) bank working days (**bank working day**) of receipt of subscription.

5.7 In any case, the issue price shall be determined after the specified cut-off time in order to ensure that investors subscribe based on prices that are not known to them in advance.

5.8 Individual sub-funds may deviate from these general regulations. In such case, the Special Section containing the description of that sub-fund contains a description of the special regulations for the sub-fund.

5.9 The Company reserves the right to reject or only partially accept any subscription order. Moreover, the Company reserves the right to suspend the issue and redemption of Shares of any sub-fund without prior notice and at any time.

5.10 The Company may resolve to issue fractions of Shares if the net amount of a subscription is not sufficient for whole Shares and the investor has not given instructions to subscribe to whole Shares only. Fractions of Registered Shares may be issued up to one hundredth of a Share.

5.11 Subscription orders sent to the Distributor or other intermediaries must in any case include the purchaser's proxy statement granting sub-proxies.

5.12 Should the Company suspend calculation of the net asset value per Share for a sub-fund (refer to section 18. of the full prospectus), no Shares shall be issued for the relevant sub-fund during the time of the suspension.

## 6. REDEMPTION OF SHARES

6.1 Pursuant to the Articles of Association and subject to the following stipulations, every shareholder of the Company is entitled to request from the Company at any time the redemption of some or all of the Shares they hold in a sub-fund.

6.2 shareholders who wish to redeem all or a part of their Shares must submit a written, irrevocable application to the Company. Such application shall detail the following: the identity and the address of the applicant, the number of Shares to be redeemed or the amount for which the shareholder wishes to redeem Shares, and the name of the sub-fund in which the Shares have been issued. The redemption price may not be paid to any person other than the shareholder. Any exceptions are subject to a review by the Custodian Bank of the information provided.

6.3 The redemption price can only be paid out if all of the documents required for the redemption are submitted with the redemption application in the proper form, as well as any certificates, where applicable.

6.4 Completed redemption and conversion applications for the redemption or conversion of Registered Shares may be submitted to the Management Company, the Registrar and Transfer Agent and the Distributor, if any, and the country-specific institution. These offices are obligated to forward the redemption and conversion applications to the Registrar and Transfer Agent immediately.

6.5 Redemption orders received by the Registrar and Transfer Agent by no later than 12 noon (Luxembourg time) on the valuation day are settled after acceptance at the redemption price applicable on that valuation day. Orders arriving after 12 noon (Luxembourg time) on the valuation day are settled after acceptance at the redemption price of the following valuation day.

6.6 As a general rule, the redemption price shall be paid in the currency of the relevant sub-fund or – upon shareholder's application – in another currency as specified by the shareholder and available from the Custodian Bank, with the exchange-related costs charged to the shareholder.

6.7 The redemption price of Shares may be higher or lower than the relevant purchase or subscription price. The redemption price corresponds to the net asset value per Share on the corresponding valuation day. It is generally paid out in Luxembourg, at the latest five (5) banking days after the day on which the net asset value applicable to the redemption has been calculated. The sub-fund specific determination of the deadline for payment of the redemption price is defined in the relevant Special Section.

6.8 Payments are made at the shareholder's risk by bank transfer to an account specified by the shareholder. If the account is held by a third party, the restriction defined in 6.2 shall apply accordingly.

6.9 Redeemed Shares shall be cancelled.

6.10 Redemptions of a sub-fund's Shares shall not be carried out during any period when calculation of the net asset value per Share for that sub-fund has been suspended.

6.11 Should the incoming redemption (Article 8 of the Articles of Association) or conversion orders (Article 9 of the Articles of Association) for Shares, on a day on which the redemption or conversion of Shares is possible, exceed 10% of the relevant sub-fund's outstanding Shares, the Board of Directors or Management Company may resolve to suspend all or a part of the redemption and conversion orders for a specified period of time and under consideration of the Company's interests. However, such suspension must as a general rule not exceed seven (7) valuation days.

The processing of these redemption and conversion orders is then given priority over the processing of subsequent orders received after the initial redemption date.

6.12 Pursuant to Article 10 of the Articles of Association, the Company is authorised to repurchase all Shares held by a U.S. Person.

6.13 In order to protect the remaining investors, Shares which are presented for redemption may be subject, at the discretion of the Board of Directors, to a redemption fee (the redemption fee). Further information on whether a redemption fee will apply and the amount thereof can be found in the relevant Annex to the sub-fund.

6.14 The redemption fee will be deducted from the redemption proceeds paid for the respective redemption order. The redemption fee will be applied to the respective sub-fund and shall be used as a priority for the purpose of paying the costs of settling the redemption order as well as generating available redemption funds. The Board of Directors reserves the right at its discretion to waive the redemption fee in whole or in part for any Share Class.

## 7. CONVERSION OF SHARES

7.1 Pursuant to the stipulations of the Articles of Association and subject to the following stipulations, every shareholder may convert Shares issued in one sub-fund into Shares of another sub-fund.

7.2 The conversion of Shares within a sub-fund or between different sub-funds is possible on any valuation day.

7.3 The shareholder shall place the conversion order with the Company by fax or in writing. The procedures and time limits applicable to the redemption of Shares shall also apply to the conversion of Shares.

7.4 A conversion order shall be executed when a properly completed conversion order is received by the Registrar and Transfer Agent.

7.5 The conversion ratio for the relevant Shares is calculated based on the relevant Shares' net asset values on the same valuation day. The Board of Directors and Management Company are authorised to allow the conversion on condition that the relevant costs incurred at the agents charged with the conversion of Shares are paid.

7.6 Conversion of Shares shall not take place during any period when calculation of the net asset value per Share has been suspended with regard to the relevant Shares of the Company.

## 8. STATUTORY NOTIFICATION TO PREVENT MONEY LAUNDERING

8.1 As part of efforts to combat money laundering, all of the applicable international and Luxembourg laws and regulations on the prevention of money laundering and financing of terrorism must be complied with, in particular (i) the Law to Combat Money Laundering and the Financing of Terrorism of 12 November 2004, as amended, (ii) the Law of 5 April 1993 on the Financial Sector, as last amended, (iii) the CSSF Regulation No. 12-02, as amended, and (iv) CSSF Circulars 06/247, 06/263, 07/327, 10/458, 10/484, 10/486, 10/495, 11/519, 11/528, 11/529, 13/556, 15/609, 17/650, 17/661, 18/680, 18/684, 18/698, 19/732, 20/740, 20/742, 20/744, 20/746, 20/747, 21/767 (including in each case any subsequent amendments and additions) and with other obligations imposed by further applicable legal provisions and circulars for persons

operating in the financial sector in order to avoid investment funds being used for money laundering and terrorism financing purposes.

8.2 The measures for preventing money laundering make it necessary for every potential investor in the Company to prove their identity.

8.3 The Fund, the Management Company or a person authorised by it may request from applicants any document that it deems necessary to establish their identity. In addition, the Fund, the Management Company (or an authorised representative of the Management Company) may request any other information it requires to comply with the applicable legal and regulatory requirements, including, without limitation, the CRS and FATCA laws.

8.4 If an applicant is late in submitting the requested documents, or does not submit them at all, or submits them incompletely, the subscription application will be rejected. For redemptions, incomplete documentation may result in a delay in the payment of the redemption price. The Management Company is not responsible for the late settlement or failure of a transaction if the applicant has submitted the documents late, not at all or incompletely.

8.5 shareholders may from time to time be requested by the Fund or the Management Company (or a representative of the Management Company), in accordance with the applicable laws and regulations relating to their obligations to continuously monitor and control their clients, to provide additional or updated documents relating to their identity. If these documents are not provided immediately, the Management Company is obliged and entitled to block the fund shares of the shareholders concerned.

8.6 In order to implement Article 30 of Directive (EU) 2015/849 of the European Parliament and of the Council, the so-called 4th EU Money Laundering Directive, the Law of 13 January 2019 on the establishment of a register of beneficial owners was passed. This law requires registered entities to report their beneficial owners to the register established for this purpose.

8.7 In Luxembourg, investment companies and investment funds, among other entities, are defined by law as “registered entities”.

8.8 The beneficial owner within the meaning of the Law of 12 November 2004 is, for example, normally any natural person who holds or otherwise controls more than 25% of the shares or interests in a legal entity.

8.9 Depending on the specific situation, this could lead to the obligation to report the names and other personal details of the Investment Company or Fund’s final investors to the register of beneficial owners. Professionals subject to the Luxembourg AML/CFT law, persons demonstrating a legitimate interest, national authorities, public bodies and administrative offices may, upon registration or request, access the following data stored there: Surname, first name(s), nationality(ies), date and place of birth, country of residence and nature and extent of the business interest.

## 9. INFORMATION FOR SHAREHOLDERS REGARDING DISCLOSURE OBLIGATIONS IN THE TAX AREA

9.1 In accordance with the Sixth EU Directive (EU) 2018/822 OF THE COUNCIL of 25 May 2018 amending Directive 2011/16/EU with regard to the mandatory automatic exchange of information in the area of taxation on reportable cross-border arrangements (EU Directive 2018/822) so-called intermediaries and, under certain circumstances, also taxpayers are generally obliged to

report certain cross-border arrangements that feature at least one of the so-called indicators to their respective national tax authorities. The indicators describe tax features of a cross-border arrangement, which makes the arrangement notifiable. EU member states will exchange the reported information with one another.

9.2 EU Directive 2018/822 had to be implemented into national law by the EU member states by 31 December 2019, with its first application from 1 January 2021. All reportable cross-border arrangements implemented since the entry into force of EU Directive 2018/822 on 25 June 2018 must be reported retroactively.

9.3 The Management Company intends to fulfil any reporting obligation that may exist in relation to the Fund or its direct or indirect investments pursuant to the aforementioned regulations, as currently in force (as last amended by the Luxembourg Law of 16 May 2023 transposing Directive (EU) 2021/514 of the European Council of 22 March 2021 amending Directive 2011/16/EU on administrative cooperation in the field of taxation). This reporting obligation may include information about the tax structure and the investors with regard to their identity, in particular name, place of residence and the tax identification number of the shareholders. shareholders can also be directly subject to this reporting obligation themselves. If shareholders wish to obtain advice on this subject, it is recommended that they consult a legal or tax advisor.

## 10. PROTECTION OF PERSONAL DATA

10.1 Personal data are processed in accordance with Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of individuals with regard to the processing of personal data and on the free movement of such data and repealing Directive 95/46/EC ("General Data Protection Regulation") and the data protection law applicable in Luxembourg (including, but not limited to, the amended Law of 2 August 2002 on the protection of personal data during data processing).

10.2 Personal data provided in connection with an investment in the Fund may be stored on a computer and processed by the Management Company for the account of the Fund and by the Depositary, each acting as data manager.

10.3 Personal data are processed for the purpose of processing subscription and redemption applications, maintaining the register of units and for the purpose of carrying out the duties of the above-mentioned parties and complying with applicable laws or regulations, in Luxembourg as well as in other jurisdictions, including but not limited to applicable company law, laws and regulations relating to the fight against money laundering and terrorist financing and tax law, such as FATCA (Foreign Account Tax Compliance Act), CRS (Common Reporting Standard) or similar laws or regulations (such as at OECD level **(OECD)**).

10.4 Personal data are only made available to third parties if this is necessary due to justified business interests or for the exercise or defence of legal claims in court or if laws or regulations make disclosure obligatory. This may include disclosure to third parties, such as governmental or regulatory authorities, including tax authorities and auditors in Luxembourg as well as in other jurisdictions.

10.5 Except in the cases mentioned above, no personal data will be transferred to countries outside the European Union or the European Economic Area.

10.6 By subscribing for and/or holding Shares, shareholders give their consent – at least tacitly – to the aforementioned processing of their personal data and, in particular, to the disclosure of such data to and processing of such data by the above-mentioned parties, including affiliated companies in countries outside the European Union, which may not offer the same protection as the Luxembourg data protection legislation.

10.7 In so doing, the shareholders acknowledge and accept that failure to provide the personal data requested by the Management Company within the framework of their relationship with the Fund may prevent their participation in the Fund from continuing and may result in the Management Company notifying the competent Luxembourg authorities accordingly.

10.8 In doing so, the shareholders acknowledge and accept that the Management Company will report all relevant information in connection with their investment in the Fund to the Luxembourg tax authorities, which will share this information in an automated procedure with the competent authorities of the relevant countries or other authorised jurisdictions in accordance with the CRS Law or relevant European and Luxembourg legislation.

10.9 If the personal data provided in connection with an investment in the Fund includes personal data of (deputy) representatives, authorised signatories or beneficial owners of the shareholders, the shareholders shall be deemed to have obtained the consent of the persons concerned to the aforementioned processing of their personal data and in particular to the disclosure of their data to and processing of their data by the aforementioned parties, including parties in countries outside the European Union, which may not offer the same protection as Luxembourg data protection law.

10.10 Shareholders may request access, correction or deletion of their personal data in accordance with applicable data protection law. Such orders must be made in writing to the Management Company. It is assumed that the shareholders will inform such (deputy) representatives, authorised signatories or beneficial owners whose personal data are processed about these rights.

10.11 Although the above-mentioned parties have taken reasonable measures to ensure the confidentiality of personal data, due to the fact that such data is transmitted electronically and is available outside Luxembourg, the same level of confidentiality and protection as that currently provided by the data protection legislation applicable in Luxembourg cannot be guaranteed as long as the personal data is located abroad.

10.12 Personal data will only be kept until the purpose of the data processing is fulfilled, but always taking into account the applicable legal minimum retention periods.

10.13 Investors can find information on this on the website of the Management Company at www.ethenea.com and read the Data Protection Notice and the Data Protection Directive.

## 11. COMBATING MARKET TIMING AND LATE TRADING

11.1 Purchasing, selling or converting Shares in order to perform market timing, late trading or similar practices is not allowed.

11.2 Market timing refers to the method of arbitrage in which the investor systematically subscribes, redeems or converts units of a collective investment undertaking (**UCI**) within a short period of time by taking advantage of the time lag and/or imperfections or weaknesses in the valuation system of the unit value of the UCI.

11.3 The Company does not permit any practices related to market timing, as these may have a negative impact on the performance of the Company by increasing costs and/or diluting profits. The Company reserves the right to reject subscription or conversion applications from an investor who is suspected of using such practices. The Company may also temporarily or completely suspend the issue of Shares or take appropriate action to protect the Company's other shareholders. Any payments already made shall be repaid without delay.

11.4 Late trading means the acceptance of a subscription, conversion or redemption application which has been received after the expiry of the cut-off time of the relevant day, and execution thereof at a price corresponding to the relevant Share price of that day.

11.5 In any case, the Company shall ensure that subscription, redemption and conversion are based on a Share price that was not previously known to the investor. The cut-off time for the acceptance of applications is explicitly specified in the Special Section of the full prospectus.

## 12. DIVIDEND POLICY

12.1 The income and capital gains arising from each sub-fund will be accumulated or distributed in the relevant sub-fund. Should it however be deemed appropriate to pay a dividend with regard to any sub-fund, the members of the Board of Directors may propose to the General Meeting of shareholders that a dividend be distributed from the distributable net capital gains and/or the realised and/or non-realised capital gains net of the realised and/or non-realised capital losses.

12.2 Any dividend announcements will be published on the homepage at www.ethenea.com.

12.3 Dividends not collected within five years shall be forfeited to the benefit of the relevant sub-fund.

## 13. COSTS

**Flat-rate fee**

13.1 The Company shall pay, for the services of the Management Company, the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors, a flat-rate fee in the various Classes and as detailed in the Special Sections, the amount of which is specified in the corresponding Special Sections of the full prospectus. All the other costs, including the commissions for the Custodian Bank, the Domiciliary Agent, the Administration Agent, the Registrar and Transfer Agents, all country-specific institutions and all permanent representatives at locations where the Company is subject to registration, shall, in addition, be borne by the Company. Costs incurred outside of the flat-rate fee can be covered by the flat-rate fee subject to a resolution of the Company's Board of Directors.

This compensation is subject to VAT.

**Other costs**

13.2 Moreover, the Company shall bear the costs resulting from the Company's operations. This also includes the costs which result in connection with the following aspects of business operations:

(a) Taxes and other state levies, including potential costs incurred by the Company in conjunction with the FATCA rules;

(b) Legal services and audits;

(c) Purchase and sale of securities and fees in connection with securities transactions including potential costs in relation to Regulation (EU) No. 648/2012 of 4 July 2012 on OTC derivatives, central counterparties and trade repositories (EMIR), and other transaction costs;

(d) Proxy statements for the convocation of the General Meeting;

(e) Annual and semi-annual reports;

(f) Prospectuses and Key Information Documents (including any translations);

(g) Sales promotion and marketing activities;

(h) Payment of distributions;

(i) Registration and reporting to all government and supervisory authorities;

(j) Fees and expenses of the Board of Directors;

(k) Insurance premiums;

(l) Interest;

(m) Listing fees and brokerage;

(n) Reimbursement of expenses and other costs as well as expenses and other costs incurred due to the required use of third parties, in particular for the selection, development and use of any custodians/Sub-Depositaries, to the Custodian Bank and all other contract partners of the Company;

(o) Publication of the net asset value per Share and the Share price;

(p) Legal and tax consulting; as well as

(q) License fees, in particular for the use of any proprietary trade names;

(r) Costs of any necessary valuation experts for non-liquid assets;

(s) reasonable costs for risk controlling;

(t) Costs for controlling, managing and settling the exchange of collateral in respect of standardised and non-standardised ("OTC derivatives") derivative transactions; and

(u) Other transaction costs

(v) Costs for judicial or extra-judicial claims in the form of remuneration to the Management Company in the amount of up to 5% of the amounts received for the Company - after deduction and compensation of the costs incurred for the Company from the respective judicial or extra-judicial proceedings.

13.3 The Company may estimate administrative and other recurring or periodical costs and recognize them annually or for any other period.

13.4 If a liability of the Company cannot be allocated to a specific sub-fund, it shall be allocated to all sub-funds on a pro rata basis of the relevant net asset values or in any other way as may be decided by the Board of Directors to the best of its knowledge and belief, with – pursuant to the provisions of the preceding section "Shares" – all liabilities, irrespective of the sub-fund to which they are allocated, binding the Company as a whole unless otherwise agreed upon with the individual creditors.

13.5 The costs are paid initially from the earnings, then from the realised or non-realised price gains. Costs related to the formation of the Company and the subsequent launch of new sub-funds are paid on a pro rata basis out of the assets of the various sub-funds of the Company's assets and amortized over the following five financial years of the Company. Costs for the launch of new sub-funds are exclusively charged to the respective sub-fund and can be written down over a period of five years after the launch of the respective sub-fund.

13.6 In the event that a sub-fund acquires Shares in another sub-fund of the Company, a UCITS or UCI that is directly or indirectly managed by the same Management Company, the same Investment Manager or a company with which it is associated by way of joint management or control or direct or indirect investment exceeding 10% of the capital or the votes (associated undertakings), only a reduced flat-rate management fee of 0.25% may be charged to the sub-fund assets and no performance fee may be charged. Additionally, any front-end loads or redemption charges of the associated companies may not be charged to the sub-fund. If, however, a sub-fund invests in Shares in a UCITS or UCI that is issued and/or managed by another company, it should be borne in mind that front-end loads and redemption charges may be calculated for these target funds. If a sub-fund invests in a UCITS or UCI, fees for the administration and management of the target funds as well as the fees incurred in relation to the administration and management of the investing fund will be charged to the Fund assets. To this extent, the possibility of fees for fund administration and fund management being charged twice cannot be excluded.

**Techniques for efficient portfolio management**

13.7 All income that is recorded as a result of the use of efficient techniques for portfolio management benefits the respective sub-fund for the portfolio of which these are employed.

**Management Company fee**

13.8 The Management Company fee is included in the flat-rate fee. The flat-rate fee shall be paid to the Management Company. This fee shall be calculated on the basis of the daily net asset value of the sub-fund and shall be payable monthly by the sub-fund.

## 14. REMUNERATION POLICY

14.1 The Company has established a remuneration policy in accordance with the relevant laws and regulations, in particular the Law of 2010, the ESMA Guidelines (2015/1172) and the CSSF Circulars 10/437 and 18/698, which applies to all employees.

14.2 This remuneration policy is intended to support both the culture and the corporate strategy of the Management Company. It is based on the assumption that remuneration should be linked to a person's performance and behaviour and be in line with the strategy, objectives, values, and interests of the Company and its shareholders. The remuneration policy is available at www.ethenea.com and in hard copy upon request.

14.3 The remuneration policy is consistent with sound and effective risk management and it does not promote and encourage risk-taking which is inconsistent with the risk profiles, contractual conditions or Articles of Association of the UCITS managed by Management Company.

14.4 The remuneration policy is consistent with the business strategy, objectives, values and interests of the Management Company and the UCITS it manages and of the investors in such UCITS, as well as with any sustainability risks, and includes measures to avoid conflicts of interest.

14.5 The performance is evaluated over a period of several years, which is appropriate to the holding period which the Management Company recommended to the investors in the UCITS, in order to ensure that the evaluation is based on the longer-term performance of the UCITS and its investment risks and that the actual disbursement of performance-based remuneration components is spread over the same period.

14.6 The fixed and variable components of total remuneration are in appropriate proportion to each other, with the proportion of the fixed component of the total remuneration high enough to offer complete flexibility in terms of variable remuneration components, including the possibility of paying no variable component at all.

## 15. TAX TREATMENT OF THE COMPANY AND ITS SHAREHOLDERS

**Tax treatment of the Company in Luxembourg**

15.1 The Company's assets are not subject to any taxation on its income and profits in the Grand Duchy of Luxembourg. In the Grand Duchy of Luxembourg, the Company's assets are only subject to the so-called "taxe d'abonnement", which is currently a maximum of 0.05% p.a. The taxe d'abonnement is calculated and paid quarterly on the Company's net assets reported at the end of each quarter. The amount of the taxe d'abonnement for each sub-fund or the Share Classes is mentioned in the relevant Annex to the full prospectus. An exemption from the taxe d'abonnement applies, among other circumstances, to the extent that the Fund's assets are invested in other Luxembourg investment funds that are themselves already subject to the taxe d'abonnement.

15.2 Income received by the Fund (in particular interest and dividends) may be subject to withholding or assessment taxes in the countries in which the respective (Sub-) Fund's assets are invested. The Fund may also be subject to taxation in the source country on realised or unrealised capital gains on its investments. Neither the Depositary nor the Management Company is required to obtain tax certificates.

15.3 Interested parties and shareholders are advised to inform themselves about laws and regulations applicable to the taxation of the Company's assets, the subscription, purchase, holding, redemption or transfer of Shares and to seek advice from external third parties, in particular from a tax advisor.

**Taxation status of the shareholders of the Investment Company**

15.4 shareholders who are not or have not been tax residents in the Grand Duchy of Luxembourg and who do not maintain a permanent establishment or do not have a permanent representative there are not subject to Luxembourg income tax with respect to their income or capital gains from their Shares in the Fund.

15.5 Natural persons who are tax residents in the Grand Duchy of Luxembourg are subject to progressive Luxembourg income tax.

15.6 Companies that are tax residents in the Grand Duchy of Luxembourg are subject to corporate income tax on the income from the fund shares.

15.7 Interested parties and shareholders are advised to inform themselves about laws and regulations applicable to the taxation of the Company's assets, the subscription, purchase, holding,

redemption or transfer of Shares and to seek advice from external third parties, in particular from a tax advisor.

**FATCA – Foreign Account Tax Compliance Act**

15.8 The Shares of the Investment Company have not been, are not and will not be authorised or registered under the U.S. Securities Act of 1933, as amended (U.S. Securities Act of 1933) (the "Securities Act"), or under the securities laws of any state or local authority of the United States of America or its territories or of any other state or local authority either in the possession of or under the jurisdiction of the United States of America, including the Commonwealth of Puerto Rico (the "United States"), or registered or, directly or indirectly, transferred, offered or sold to or to the benefit of any U.S. Person (as defined in the Securities Act).

15.9 The Investment Company is not and will not be approved or registered in accordance with the U.S. Investment Company Act of 1940, as amended (Investment Company Act of 1940) (the "Investment Company Act"), or under the laws of any individual state of the U.S. and the shareholders are not entitled to the benefit of registration under the Investment company Act.

15.10 In addition to other requirements contained in the full prospectus, the Articles of Association or the subscription form, shareholders must not be (a) "U.S. Persons" as defined in Regulation S under the Securities Act, (b) "Specified U.S. Persons" as defined in the Foreign Account Tax Compliance Act ("FATCA"), must be (c) „Non-U.S. Persons" as defined in the Commodity Exchange Act, and must not be (d) "U.S. Persons" as defined under U.S. tax law (Internal Revenue Code) of 1986, as amended (the "Code") and the implementing provisions adopted pursuant to the code of the United States Treasury (Treasury Regulations). Additional information is available on request from the Management Company.

Persons who wish to acquire Shares must confirm in writing that they meet the requirements of the preceding paragraph.

15.11 FATCA was made law in the United States of America as part of the Hiring Incentives to Restore Employment Act of March 2010. FATCA obligates financial institutions outside the United States of America ("foreign financial institutions" or "FFIs") to the annual submission of information on financial accounts (financial accounts), which are held directly or indirectly by Specified US Persons, to the U.S. tax authorities (Internal Revenue Service or IRS). A withholding tax of 30% is charged on certain U.S. income of FFIs that do not meet this obligation.

15.12 On 28 March 2014, the Grand Duchy of Luxembourg entered into an intergovernmental agreement ("IGA") in accordance with Model 1, with the United States of America, and a related memorandum of understanding (Memorandum of Understanding).

The Management Company and the Fund comply with FATCA regulations.

The share classes of the Fund may either:

1. be subscribed by shareholders through a FATCA-compliant independent intermediary (Nominee), or
2. directly and indirectly subscribed by shareholders through a distributor (which acts only as an intermediary and not as a nominee) with the exception of:

- *Specified U.S. Persons*

  This shareholder group includes those U.S Persons who are classified by the government of the United States as at risk in terms of practices of tax avoidance and tax

evasion. However, this does not apply, inter alia, to listed companies, tax-exempt organisations, real estate investment trusts (REITs), trust companies, securities dealers or similar.

- *passive non-financial foreign entities (or passive NFFE), substantial ownership of which is held by a U.S. Person*

  This shareholder group is generally understood to be those NFFEs (i) that do not qualify as active NFFEs, or (ii) where there is not a retained foreign partnership or a retained foreign trust under the relevant implementation provisions of the United States Treasury (Treasury Regulations).

- *Non-participating Financial Institutions*

  The United States of America determines this status based on the non-compliance of a financial institution that has not complied with the given requirements due to violation of conditions of the respective country-specific IGAs within 18 months after the initial notification.

15.13 If the Fund should be obligated to pay a withholding tax or undertake reporting or suffer other damages due to the lack of FATCA compliance of a shareholder, the Fund reserves the right, without prejudice to any other rights, to make claims for damages against the relevant shareholder.

15.14 For questions regarding FATCA and the FATCA status of the Fund, shareholders and potential shareholders are advised to contact their financial, tax and/or legal advisor.

## 16. INFORMATION FOR INVESTORS CONCERNING THE AUTOMATIC EXCHANGE OF INFORMATION

16.1 The Council Directive 2014/107/EU of 9 December 2014 concerning the obligation of automatic exchange of (tax) information and the Common Reporting Standard ("CRS"), a reporting and due diligence standard developed by the OECD for the international automatic exchange of information on financial accounts, implements the automatic exchange of information in accordance with the intergovernmental agreements and the Luxembourg regulations (Law on the Implementation of the Automatic Exchange of Information in Tax Matters on Financial Accounts of 18 December 2015). The automatic exchange of information will be implemented in Luxembourg for the first time for the 2016 tax year.

16.2 To this end, on an annual basis, financial institutions subject to reporting requirements report information on the applicants and the person subject to reporting requirements to the Luxembourg tax authorities ("Administration des Contributions Directes"), which in turn forwards this information to the tax authorities of the countries in which the applicant(s) is/are tax resident.

This concerns in particular the communication of:

- the name, address, tax identification number, country of residence and date and place of birth of each person subject to reporting requirements
- register number,

- register balance or value,
- credited investment income including proceeds from disposals.

16.3 The reportable information for a specific tax year, which must be submitted to the Luxembourg tax authorities by 30 June of the following year, will be exchanged between the tax authorities concerned by 30 September of that year, for the first time in September 2017 based on the 2016 data.

## 17. NOTIFICATIONS TO SHAREHOLDERS

17.1 Information, in particular notifications to shareholders, is published on the website of the Management Company at www.ethenea.com. In addition, where required by law, notices will also be published in Luxembourg in the "RESA" and in the Tageblatt and, if required, in an additional daily Luxembourg newspaper with sufficient circulation.

17.2 Any convocation of General Meetings including such General Meetings called to decide on amendments to the Articles of Association or on the dissolution and liquidation of the Company, shall be disclosed to shareholders pursuant to Luxembourg law.

17.3 The Board of Directors may determine all other conditions to be fulfilled by shareholders in order for them to participate in a General Meeting. The agenda may stipulate that the necessary quorum and majorities are to be determined on the basis of the number of Shares that have been issued by midnight (Luxembourg time) five days before the date of the General Meeting (the **fixing date**). In such a case, shareholders' participation rights shall be based on the number of Shares that they hold on the fixing date.

17.4 The Company shall publish annually a detailed report on its business activities and the management of its assets, including the balance sheet, the profit and loss account, a detailed statement of each sub-fund's assets, the consolidated accounts of the Company covering all sub-funds, and the report of the financial auditor.

17.5 Moreover, the Company shall publish semi-annual reports which include – especially for each Sub-fund and for the Company as a whole – the composition of the assets, the number of Shares outstanding and the number of Shares issued and redeemed since the last publication.

17.6 These documents can be requested free of charge by any interested party at the Company's registered office.

17.7 The financial year of the Company begins on 1 January of the calendar year and ends on 31 December of the same year.

17.8 The annual consolidated balance sheet of the Company – i.e. the summary of all sub-funds – is prepared in EUR, the base currency (**base currency**) of the Company's capital.

17.9 The Annual General Meeting of shareholders is held in Luxembourg within 6 months of the end of the financial year, at the place indicated in the convocation, by decision of the Board of Directors.

17.10 The Company has introduced a procedure designed to handle complaints from shareholders quickly and appropriately. shareholders may submit their complaints to the Company's address at any time. In order to guarantee that the compliant will be dealt with promptly, it should refer to the relevant sub-fund and Class in which the shareholder submitting the complaint holds Shares. Complaints may be lodged in writing, by telephone or during a personal discussion. Written

complaints shall be recorded and kept on file. Verbal complaints shall be documented in writing and kept on file. Written complaints may be submitted in German or in any of the official languages of the investor's home state within the European Union. Complaints may also be addressed to the Management Company; by post to: ETHENEA Independent Investors S.A., 16, rue Gabriel Lippmann, L-5365 Munsbach, Grand Duchy of Luxembourg

17.11 Information on the approach to sustainability risks and the strategies laid down for this purpose will be available on the website of the Management Company www.ethenea.com and the website of the Investment Manager www.mainfirst.com and www.ethenea.com respectively. The Investment Managers will take into account the main adverse impacts of investment decisions on sustainability factors (Principal Adverse Impacts - "PAI") as defined in Article 4(1)(a) of Regulation (EU) 2019/2088.

To the extent that a consideration of the principal adverse impacts on sustainability factors is made for the relevant sub-fund, the relevant information on such consideration is set out in the relevant Annex for each sub-fund. Additional information is available on the website of the Investment Manager at www.mainfirst.com or www.ethenea.com.

## 18. INVESTMENT RESTRICTIONS

18.1 The Company's assets are subject to risks and fluctuations typical for securities investments. Therefore, the Company cannot guarantee that the planned investment objective will actually be achieved and that the Company's investments will develop positively. The Board of Directors specifies the investment policy for each sub-fund based on the principle of risk diversification. The General Principles listed below shall apply to all sub-funds of the Company.

18.2 None of the Company's sub-funds shall, as part of their investment policy, invest in equities or Shares of the Investment Manager or of companies that are associated with the Investment Manager.

18.3 In general, the investment policy to be applied to each sub-fund shall be in compliance with the following provisions:

**The Company's investments**

18.4 The Company's investments consist of the following financial instruments in accordance with the Law of 2010:

(a) Securities and money market instruments listed or traded on a regulated market; and/or

(b) Securities and money market instruments traded on another market in an EU member state (**EU member state**), provided that such market operates regularly and is recognised and open to the public; and/or

(c) Securities and money market instruments officially listed on a securities exchange of a third state or traded on another regulated market of a third state, provided that such market is recognised, open to the public and functions properly, if such securities exchange or market is specified in the Company's Articles of Association; and/or

(d) Securities and money market instruments from new issues, provided that:

- their issue terms include the obligation for an official listing on a securities exchange or for trading on another regulated market as specified above under 17.4(b) and 17.4(c);

- they are admitted there for official trading within one year upon issue; and/or (e)

(e) Shares of UCITS admitted pursuant to the UCITS Directive and/or other undertakings for collective investment in transferable securities within the meaning of Article 1(2) (a) and (b) of the UCITS Directive having their registered office in an EU member state or a third state, provided that:

- such other undertakings for collective investment have been admitted based on legal provisions that subject them to a supervisory authority which is considered by the Luxembourg CSSF as equally suitable by EU standards, and that the cooperation of the relevant authorities is sufficiently ensured;
- the level of protection for shareholders of the other undertakings for collective investment is equivalent to the level of protection of an UCITS and that especially the regulations concerning the separate custody of the special assets, borrowing, lending and short selling of securities and money market instruments are considered as equivalent to the provisions of the UCITS Directive;
- the business activities of the other undertakings for collective investment are specified in semi-annual and annual reports, which enable a judgement to be formed as regards the assets and liabilities, the income and the transactions within the reporting period;
- the UCITS or the other undertakings for collective investment, the Shares of which are to be purchased, are authorised in compliance with their respective Articles of Association to invest a total of 10% of their special assets in other UCITS or undertakings for collective investment; and/or

(f) sight deposits or callable deposits with a maturity not exceeding 12 months with credit institutes, if such credit institution has its registered office in an EU member state, or – if the credit institution's registered office is in a third state – if such institute is subject to supervisory provisions that the CSSF considers as equivalent to EU standards; and/or

(g) derivative financial instruments (**derivatives**), including equivalent instruments which are settled in cash and traded on a regulated market specified under letters 17.4(a), 17.4(b) and 17.4(c), and/or derivative financial instruments not traded on a securities exchange (**OTC derivatives**) provided that:

- the underlying assets are instruments within the meaning of Article 41, paragraph 1 of the Law of 2010, or financial indices, interest rates, exchange rates or currencies, in which the UCITS is allowed to invest pursuant to the investment targets specified in its Articles of Association;
- the counterparties to the transactions with OTC derivatives are institutes subject to a supervisory authority of such category as authorised by the CSSF;
- and the OTC derivatives are subject to a reliable and verifiable daily valuation and can be sold, liquidated or sold off by a counter-deal at the appropriate market value at any time upon the initiative of the UCITS; and/or

(h) money market instruments not traded on a regulated market and within the definition of Article 1 of the current law of 2010, if the issue or the issuer of such instruments is already subject to provisions regarding the protection of deposits and investors, and provided that they have been:

- issued or guaranteed by a centralised governmental, regional or local corporate body or the central bank of a EU member state, the European Central Bank, the EU or the European Investment Bank, a third state, or, if it is a federal state, a member state of the federation, or by an international public body comprising at least one member state; or
- issued by a company whose securities are traded on a regulated market specified under letters 17.4(a), 17.4(b) and 17.4(c); or
- issued or guaranteed by an institution that is subject to a supervisory authority pursuant to the criteria defined by Community law, or by an institution that is subject to and complies with supervisory provisions that are considered by the CSSF to be at least as strict as those laid down in Community law; or
- issued by other issuers belonging to a category approved by the Luxembourg supervisory authority, provided that the investments in such instruments are subject to investor protection equivalent to that laid down in the first, second and third indent and provided the issuer is either a company whose capital and reserves amount to at least EUR 10 million and which presents and publishes its annual accounts in accordance with Directive 78/660/EEC or is an entity which, within a group of companies that includes one or more listed companies, is responsible for the financing of the group, or is an entity that is responsible for the financing of securitisation vehicles which benefit from a banking liquidity line.

18.5 Moreover, the Company may execute the transactions specified below for each sub-fund.

(a) The Company may invest up to 10% of a sub-fund's net assets in securities other than those described under 17.4.

(b) The respective sub-fund may hold liquid assets in the form of investment accounts (current accounts) and overnight deposits, but only on an ancillary basis.

(c) Unless otherwise stated in the Special Section of the relevant sub-fund, the sub-fund may acquire assets in foreign currencies and may therefore be subject to foreign currency exposure.

(d) The investment in money market instruments is limited to the extent that such money market instruments comply with the requirements specified under 18.4(h).

(e) The Company may borrow money amounting to up to 10% of any sub-fund's net assets for a limited period of time.

(f) The Company may acquire foreign currencies via a back-to-back loan.

(g) Unless otherwise specified in the specific section of the relevant sub-fund, investments in Delta-1 Certificates on commodities, precious metals and indices thereon, unless they are financial indices within the meaning of Article 9 (1) of Directive 2007/16/EC and Article XIII of ESMA Guideline 2014/937, are limited to a total of 20% of the net assets of the sub-fund.

(h) Unless otherwise stated in the Special Section of the relevant sub-fund, the following shall apply: The use of financial derivative instruments ("Derivatives") and techniques and instruments for efficient portfolio management as defined in Sections 17.10 et seq. is intended to achieve the aforementioned investment objectives for both investment and hedging purposes. In addition to option rights, this also includes swaps and forward contracts on transferable securities, money market instruments, financial indices within the meaning of Article

9(1) of Directive 2007/16/EC and Article XIII of the ESMA Guidelines 2014/937, interest rates, exchange rates, currencies and investment funds in accordance with Article 41(1) e) of the Law of 17 December 2010. Total return swaps may also be used. These instruments can be used to synthetically replicate the profit and loss profile of the underlying instrument without being invested in the respective underlying. For the investor, the income from this total return swap is based on the performance of the underlying with its income (dividends, coupons, etc.) and the performance of the derivative instrument that was used. Such derivatives may only be used within the limits of this Article. Additional information on techniques and instruments can be found in the chapter "Notes on techniques and instruments" of the full prospectus.

(i) The Company may acquire Shares of other undertakings for collective investment in transferable securities (UCITS) and/or other undertakings for collective investments (UCI) pursuant to the following investment restrictions:

(i) The Company may acquire Shares of other UCITS and/or other UCI within the meaning of 17.4(e) provided that such investment in a single UCITS and/or other UCI does not exceed 20% of the sub-fund's net assets.

(ii) Investments in Shares of UCI other than UCITS may not exceed a total of 30% of such UCITS' net assets.

The above restrictions shall not apply to feeder sub-funds as defined in section 17.39.

(j) Investment restrictions under tax law:

If the Special Section of the relevant sub-fund states that the sub-fund is an equity fund or a balanced fund, the following conditions apply in conjunction with the regulatory investment restrictions listed:

An equity fund is a sub-fund which continuously invests more than 50% of its net assets in equity investments.

A balanced fund is a sub-fund which continuously invests at least 25% of its net assets in equity investments.

In determining the amount of assets invested in equity investments, loans are deducted in proportion to the share of equity investments in the value of all assets (modified net sub-fund assets).

Equity investments are:

1. shares in a capital company admitted to official trading on a stock exchange or listed on another organised market,
2. shares in a capital company which is not a real estate company and which
   a) is domiciled in a Member State of the European Union or in another state which is a party to the Agreement on the European Economic Area and is subject to and not exempt from taxation of income for corporations, or
   b) is domiciled in a non-member state and is subject to and not exempt from income tax of at least 15% for capital companies,
3. Investment units in equity funds which, in accordance with their investment requirements, invest more than 50% of their modified net sub-fund assets or more than 50%

of their assets in the aforementioned units in capital companies, in the amount of 51% of their value; if an equity fund provides for a higher percentage than 51% of its value in its investment requirements, the investment share is deemed to be an equity investment in the amount of this higher percentage

4. Investment units in balanced funds which, in accordance with their terms and conditions of investment, invest at least 25% of their modified net sub-fund assets or at least 25% of their assets in the aforementioned shares in capital companies, in the amount of 25% of their value; if a balanced fund provides for a higher percentage than 25% of its value in its terms and conditions of investment, the investment share is deemed to be an equity investment in the amount of this higher percentage

18.6 Moreover, the Company shall comply, regarding any of its sub-funds, with the following investment restrictions:

(a) The Company may not invest its assets in securities or money market instruments of a single issuer if the investment restrictions specified below are exceeded:

(i) The Company must not invest more than 10% of any sub-fund's net assets in securities or money market instruments of a single issuer. Moreover, the Company must not invest more than 20% of any sub-fund's net assets in deposits with a single institution. The Fund's risk exposure to a counterparty in an OTC derivative transaction may not exceed:

(A) 10% of any sub-fund's net assets if the other party is a credit institution according to the meaning of Article 41 section 1 letter f) of the Law of 2010;

(B) otherwise 5% of any sub-fund's net assets

(ii) The aggregate value of securities and money market instruments of issuers in whose securities and instruments the Company invests more than 5% of any sub-fund's net assets must not exceed 40% of the net assets of the relevant sub-fund. This limit does not apply to deposits and transactions involving OTC derivatives with credit institutions subject to prudential supervision.

Notwithstanding the individual limit under number (i) above, the Company must not invest more than 20% of any sub-fund's net assets in a single institution

(A) Transferable securities or money market instruments issued by a single institution; and/or

(B) Deposits with a single institution, and/or

(C) OTC derivatives purchased from a single institution.

(iii) The limit specified above under 17.6(a)(i) sentence 1 can be extended to a maximum of 35% in the case of securities or money market instruments issued or guaranteed by an EU member state and its local authorities, by a third state or by international public bodies involving at least one EU member state.

(iv) The limit specified above under 17.6(a)(i) sentence 1 can be extended to a maximum of 25% in the case of certain debt obligations issued by a credit institution with its registered office in an EU member state, if such institution is subject to a special prudential supervision based on legal provisions for the protection of the holders of such

debt obligations. In particular, the proceeds from the issue of such debt obligations must be invested – pursuant to legal provisions – in assets which sufficiently cover the liabilities resulting therefrom for the whole term of such debt obligations and which would be used in the first instance to repay the principal and the interest payments in the event of the issuer being wound up. Should the Company invest more than 5% of any sub-fund's net assets in such debt obligations of a single issuer, the total of such investments must not exceed 40% of the sub-fund's net asset value.

The securities and money market instruments specified above under items 17.6(a)(i) and 17.6(a)(iv) are included in the calculation of the investment limit of 40% pursuant to items 17.6(a)(iii) above.

The investment limits specified in items 17.6(a)(i), 17.6(a)(ii), 17.6(a)(iii) and 17.6(a)(iv) must not be accumulated; therefore investments in securities or money market instruments of a single issuer, or deposits or derivatives with/of such issuer within the meaning of items 17.6(a)(i), 17.6(a)(ii), 17.6(a)(iii) and 17.6(a)(iv) must on no account exceed 35% of any sub-fund's net assets.

Companies which are part of the same group regarding the preparation of consolidated annual reports within the meaning of Directive 83/349/EEC or pursuant to generally acknowledged international accounting standards must be considered as a single issuer for the purposes of calculating the investment limits specified in this Article.

A fund may invest a total of 20% of its assets in securities and money market instruments of a single group of companies.

Pursuant to Article 181(1) of the Law of 2010, any sub-fund of an umbrella fund must be regarded individually as one single issuer, provided that the principle of separation of obligations of the various sub-funds via third parties is guaranteed.

**Notwithstanding the investment limits specified above under 17.6(a)(i), 17.6(a)(ii) and 17.6(a)(iii), the Company shall be entitled to invest – based on the principle of risk diversification – up to 100% of any sub-fund's assets in securities and money market instruments issued or guaranteed by a EU member state or its local authorities, by another OECD member state (OECD member state) or by international public bodies including one or several EU member state(s), provided such securities comprise at least six different issues and the assets of a single issue do not exceed 30% of the relevant sub-fund's assets.**

(b) For all sub-funds combined, the Company may not purchase more than 10% of the debt obligations issued by a single issuer.

(c) For all sub-funds combined, the Company may not purchase more than 25% of the Shares issued by a single UCITS and/or other UCI.

(d) For all sub-funds combined, the Company may not purchase more than 10% of the money market instruments issued by a single issuer.

The investment limits specified above under letters 17.6(b), 17.6(c) and 17.6(d) do not have to be applied at the time of purchase if the gross amount of the debt obligations or the money market instruments or the net amount of the Shares issued cannot be calculated at the time of the purchase.

The above investment limits specified under items 17.6(b), 17.6(c) and 17.6(d) shall not apply to:

(i) securities and money market instruments issued or guaranteed by an EU member state or its local authorities;

(ii) securities and money market instruments issued or guaranteed by a state that is not an EU member state;

(iii) securities and money market instruments issued by an international public body that comprises one or more EU member state(s);

(iv) Shares of a company in a state that is not an EU member state ("third state"), provided such company invests its assets mainly in the assets of issuers based in such state and if such participation is the only possible way to invest in assets of the relevant issuer of such state, due to the state's legal provisions. The above stipulation shall, however, only apply if the Company in the third state complies with the investment limits laid down in items 17.5(e) and 17.6(a)(i) to 17.6(a)(iv), 17.6(b), 17.6(c) and 17.6(d). In the event of the investment limits specified in items 17.6(a)(i) to 17.6(a)(iv) and 17.6(e) being exceeded, letter 17.6(l) shall apply accordingly;

(v) Shares of the equity capital of subsidiaries held by one investment company or several investment companies, if such subsidiary – in the state of its registered office – performs only and exclusively for such investment company/companies certain administration, advisory or distribution services regarding the repurchase of Shares upon application of the shareholders.

(e) The Company may not invest in commodities or precious metals or in certificates thereof; currency transactions including the corresponding futures and options are not considered as commodity trade within the meaning of this investment restriction.

(f) The Company may not make investments involving the unlimited liability of the investor.

(g) The Company may not short sell securities or otherwise deal in instruments it does not own.

(h) The Company may not purchase real property unless doing so is indispensable for its immediate business activities.

(i) The Company may not use its assets for firm commitment underwritings.

(j) The Company may not issue options or other subscription rights on its Shares.

(k) Notwithstanding the admissibility of purchasing bonds and other securitised receivables, as well as the ownership of bank securities accounts, the Company may not provide loans or guarantees to third parties. However, the Company may invest up to 10% of each sub-fund's net assets in securities that have not been fully paid up.

(l) The Company may exceed the above investment restrictions in the scope of exercising subscription rights to the extent that such rights result from the securities comprising the Company's assets. Should the Company exceed the investment restrictions involuntarily or by exercising subscription rights, it shall primarily try to remedy this situation in the shareholders' interests within the scope of its selling transactions.

**General risk notes**

18.7 The assets in which the Investment Manager invests on behalf of a sub-fund of the Company carry risks as well as opportunities to create additional value. These include:

(a) General market risk: The assets in which the Investment Manager invests on behalf of the Fund carry risks as well as opportunities to create additional value. If the Fund invests directly or indirectly in securities and other assets, it is exposed to general trends and tendencies in the markets, particularly the securities markets, which are due to diverse and sometimes irrational factors. Losses may occur when the market value of the assets decreases with respect to the cost price. If an investor sells Shares in the Fund at a time when the value of the assets in the Fund has decreased since the time of share purchase, they will not receive the full amount of the money invested in the Fund. Although the Fund always seeks to increase its value, this cannot be guaranteed. The investor's risk is however limited to the amount invested. There is no additional funding obligation concerning the money invested.

(b) Interest rate risk: Investing in fixed-income securities entails a risk that the market interest rate at the time of issuance of a security could change. If market rates increase with respect to the interest rate at the time of issue, fixed-income securities will generally decrease in value. If, on the other hand, market interest rates fall, then the price of fixed-income securities will rise. This price trend means that the current return on a fixed-income security is roughly equivalent to the current market interest rate. However, such fluctuations can have different consequences, depending on the maturity of fixed-income securities. Fixed-income securities with shorter maturities generally have lower price risks than fixed-income securities with longer maturities. On the other hand, fixed-income securities with shorter maturities generally have lower returns compared to fixed-income securities with longer maturities.

(c) Risk of negative credit interest: The Management Company invests the liquid assets of a sub-fund at the Custodian Bank or other credit institutions on behalf of the sub-fund. Some of these deposits with banks are subject to an interest rate that corresponds to international interest rates less a certain margin. If these interest rates fall below the agreed margin, this leads to negative interest on the corresponding account. Depending on the development of the interest rate policy of the respective central banks, short-term, medium-term and long-term bank balances may generate negative interest rates.

(d) Credit risk: The creditworthiness (ability and willingness to pay) of the issuer of securities or money market instruments held directly or indirectly by the Fund may subsequently decrease. This generally leads to a fall in the price of the security concerned, in excess of general market fluctuations.

(e) Corporate risk: The performance of securities and money market instruments held directly or indirectly by the Fund is also dependent on company-specific factors, such as the business situation of the issuer. If company-specific factors deteriorate, the price of the security concerned may decrease significantly and permanently, despite an otherwise generally positive stock market performance.

(f) Counterparty default risk: The issuer of securities held directly or indirectly by the Fund or the debtor of a claim belonging to the Fund may become insolvent. The corresponding assets of the Fund may become economically worthless as a result.

(g) Counterparty risk: Where transactions are not performed through a stock exchange or regulated market ("OTC transactions"), there is a risk – above and beyond the general

counterparty default risk – of the counterparty of the transaction failing or being unable to meet all of its obligations. This applies particularly to transactions involving techniques and instruments. The Management Company may accept collateral to reduce counterparty risk in the case of OTC derivatives. This is done in accordance with and taking into account the requirements of ESMA Guideline 2012/832. The collateral may be accepted in the form of the assets listed in 17.26. The received securities will not be sold, reinvested or pledged. The Management Company will apply graduated valuation discounts to securities received as collateral (haircut strategy), taking into account the specific characteristics of the securities and the issuer. The applied haircuts can be inquired of the Management Company at any time free of charge. Collateral is based on individual contractual agreements between the counterparty and the Management Company. These define, among other things, the type and quality of the collateral, haircuts, allowances and minimum transfer amounts. The values of OTC derivatives and of any collateral already provided are determined on a daily basis. If an increase or reduction of collateral is necessary based on the individual contractual conditions, this will be requested or claimed back from the counterparty. Details of the agreements can be requested from the Management Company at any time free of charge. The Management Company shall ensure that the risk of default in the case of transactions of the respective sub-fund with OTC derivatives does not exceed 10% of the net sub-fund assets where the counterparty is a credit institution within the meaning of Article 41 (1) f) of the Law of 17 December 2010 and 5% of net sub-fund assets in all other cases.

(h) Currency risk: Where the Fund directly or indirectly holds assets denominated in foreign currencies, it is exposed to a currency risk (if foreign currency positions are not hedged). Any depreciation of the foreign currency against the base currency of the Fund will lead to a reduction in the value of assets denominated in the foreign currency.

Specific risks in connection with currency-hedged Share Classes: Share classes whose currency is not the sub-fund currency are subject to a currency risk which can be hedged using financial derivatives. The costs, liabilities and/or benefits associated with such hedging are borne exclusively by the individual Share Class. The use of financial derivatives for only one Share Class may give rise to counterparty and operational risks, including for investors in other Share Classes of the sub-fund. Hedging is used to reduce any fluctuations in exchange rates between the sub-fund currency and the hedged Share Class currency. The purpose of this hedging strategy is to adjust the currency risk of the hedged Share Class so that the performance of the hedged Share Class follows as closely as possible the performance of a Share Class in the sub-fund currency. The use of this hedging strategy may provide significant protection to the shareholder of the relevant Share Class against the risk of depreciation of the Share Class currency at the value of the sub-fund currency. However, it may also result in the shareholders of the hedged Share Class not being able to benefit from an appreciation in value compared to the sub-fund currency. There may also be incongruities between the currency position of the sub-fund and the currency position of the hedged Share Class, particularly in the event of severe market distortions. In the event of a net flow into the hedged Share Class, this currency hedging may only be carried out retrospectively or adjusted if necessary. Sector risk: Where a Fund's investments are focused on particular sectors, this reduces the diversification of risk. As a result, the Fund will be particularly dependent both on general trends and on the trend of company profits in individual sectors or interdependent sectors.

(i) Country/region risk: Where a Fund's investments are focused on particular countries or regions, this likewise reduces the diversification of risk. As a result, the Fund will be particularly

dependent on individual or interrelated countries and regions and on the companies based and/or operating in those countries and regions.

(j) Legal and tax risk: The legal and tax treatment of the Fund may change in ways that cannot be predicted or influenced.

(k) Country and transfer risks: Economic or political instability in countries where the Fund is invested may mean that the Fund does not receive all or part of the monies due to it, despite the solvency of the issuer of the securities or other assets concerned. This may be due to e.g. foreign exchange controls, transfer restrictions or other legal changes.

(l) Liquidity risk: Particularly in the case of illiquid (narrow-market) securities, even an order that is not particularly large can lead to significant price changes both on buying and on selling. If an asset is not liquid, there is a risk that it cannot be sold, or can only be sold at a substantial discount. In the case of purchase, the illiquidity of an asset may mean that the purchase price is significantly increased.

(m) Custody risk: Custody risk describes the risk resulting from the general possibility that, in the event of insolvency or negligent, deliberate or fraudulent behaviour on the part of the custodian or a sub-custodian, the Fund may be deprived, wholly or partly and to its detriment, of access to the investments held in custody.

(n) Emerging markets risks: Investments in emerging markets are investments in countries that, according to the World Bank's definition, do not fall in the category of "high gross national income per capita", i.e. that are not classified as "developed". In addition to the specific risks of the specific asset class, investments in these countries are typically exposed to higher risks, to a particular degree to the liquidity risk and general market risk. Political, economic or social instability or diplomatic developments in emerging countries may have a negative effect on investments in those countries. Greater risks may also occur when processing transactions in securities from these countries, leading to losses for shareholders, in particular because delivery of securities concurrently against payment is not possible or usual in those countries. In emerging markets, the legal and regulatory environment and the accounting, auditing and reporting standards may also differ significantly from otherwise customary international levels and standards, to the investor's disadvantage. This may not only result in differences in state supervision and regulation, but may also entail further risks in the enforcement and settlement of claims of the sub-fund. Greater custody risk may also arise in such countries, due in particular to the different ways of acquiring title to purchased assets. Emerging markets are generally more volatile and less liquid than markets in industrialised countries, which can result in increased volatility of the shares of the sub-fund.

Functioning legal systems, which are required for capital markets to function properly, often still have to be developed in emerging countries. As a result, there may be all kinds of legal uncertainties. A large number of legal concepts that are essential components of developed legal systems still have to develop in emerging countries, be confirmed by consistent case law and practice, and stand the test of time. The results of judicial and administrative proceedings are often difficult to predict due to a lack of relevant practice or the lack of independence from judges or sovereigns.

The supervision and regulation of stock exchanges, credit institutions and issuers in various emerging countries is limited under certain circumstances. In addition, investments made by the sub-fund as a foreign investor in securities in certain emerging markets may be subject to local restrictions.

The underlying tax conditions in emerging countries may not develop favourably. In some emerging countries, confiscatory or retroactive taxation is possible.

Many emerging countries have only recently developed organized securities markets and the corresponding institutions. The method used to process, clear and register securities transactions can lead to technical and practical problems. In the worst cases, this can result in disputes concerning the ownership of securities; in other cases inefficient systems can lead to payment delays. Risks can also result in connection with local custody agreements, as this may be a relatively new practice for some emerging countries.

Many emerging countries have foreign exchange controls, which could impact the import or export of foreign currencies into or from the respective emerging country and the convertibility of the respective national currency. Particular attention must be paid to the rules for exchanging currencies and any licenses that may be required in this regard. In addition, the value of investment instruments in emerging countries may be affected, to a substantial degree, by volatile exchange rates and high inflation. In some emerging countries, it may be the case that the repayment of profits and income from the sub-fund's investments is not possible without a state dispensation, which generally has a negative impact on the value of Shares of the sub-fund.

Stock markets and other markets in emerging countries are generally much smaller (in terms of market capitalization, turnover and the number of instruments traded) than their counterparts in developed countries. This alone can impact the value of an investment by the sub-fund, and will probably lead to increased volatility.

In some emerging countries, the accounting standards and practices differ significantly from internationally recognized standards. This means that it is difficult to obtain reliable historical financial information in the emerging countries in which new accounting legislation has been passed to align with international standards. In some emerging countries, corporate debtors may not be subject to the rules of accounting, auditing or comparable requirements.

Emerging countries have a potentially more unstable political climate than developed countries. A common characteristic of emerging countries is the rapid pace of political and social change. Far-reaching political reform has often led to new constitutional and social tension. It is not possible to fully rule out the possibility of continuing instability, through to society reacting to fundamental principles, rules or reforms of the market economy. There is a particular risk in emerging countries that guarantees for investor protection, from which the sub-fund is expected to benefit, are not always respected. In addition, measures to promote foreign investment may not be continued or may be reversed. In extreme cases, this could lead to a renationalization of the privatized industries and to expropriation or private ownership without compensation.

The success of investments by the sub-fund in emerging countries can be negatively impacted by the type of underlying, economically under-developed infrastructure in place. Poor telecommunication and transport systems and an inefficient banking sector could constrain positive business growth. In addition, in individual cases, there is an increased risk of subsequent liability for environmental problems caused by the former owners of a company or plot of land.

(o) Inflation risk: Inflation risk means the risk of suffering financial losses owing to inflation. Inflation can significantly reduce the return of the Fund and the value of the investment as

such in terms of purchasing power. Different currencies are affected by inflation risk to varying degrees.

(p) Settlement risk: Particularly in the case of investments in unlisted securities, there is a risk that settlement by a transfer system will not be executed as expected due to payment or delivery being delayed or not taking place as agreed.

(q) Risks associated with the use of derivatives: Due to the leverage effect of options, the value of the Fund's assets may be more strongly affected – both positively and negatively – than is the case where securities and other assets are acquired directly; this being so, their use entails particular risks. Financial futures contracts used for a purpose other than hedging are also associated with significant opportunities and risks, since only a fraction of the contract size (margin) has to be paid immediately. Price changes can therefore lead to significant gains or losses. As a result, the risk and volatility of the Fund may be increased. Depending on the format of swaps, a future change in the market interest rate (interest rate risk) or the failure of the other party (counterparty risk) or a change in the underlying can have an impact on the valuation of swaps. In general, future changes in (the value of) underlying cash flows, assets, income, or risks can lead to gains as well as losses in the Fund.

(r) Risk of suspension of redemption: shareholders are entitled in principle to demand daily redemption of their Shares from the Management Company. However, the Management Company may temporarily suspend redemption of Shares in exceptional circumstances and only redeem the Shares later at the price then applicable. This price may be lower than it was prior to suspension of redemption. The Management Company may also be obliged to suspend redemption if one or more funds whose units have been acquired for the Fund for their part suspend redemption, and these account for a significant proportion of the net assets of the Fund.

(s) Risk associated with investment in commodities: Although the source of commodities in nature is finite and some commodities cannot be artificially reproduced, this is no guarantee of a constant increase in value in future. Instead, prices are inherently subject to local and global market fluctuations and the potential influence of numerous factors such as liquidity, the ratio of supply and demand, market activity, regulatory interventions, natural disasters and other geopolitical circumstances. These factors can affect values both positive and negatively, which may lead to partial loss of the sum invested. Furthermore, the proceeds achievable on sale may differ from the current value. Commodities should generally be regarded as risky due to their high volatility, which describes the degree and frequency of price fluctuations.

(t) Risks associated with securities financing transactions: If the borrower in a securities financing transaction becomes insolvent, the Fund could suffer a loss equal to the amount by which the proceeds from the sale of the underlying securities and/or other collateral provided for the securities financing transaction in favour of the Fund is less than the repurchase price or the value of the underlying securities. Likewise, the Fund could suffer losses if bankruptcy or similar proceedings are instituted against the borrower of a securities financing transaction or if it otherwise fails to meet its obligations on the repurchase date. Among other things, the Fund could miss out on interest or principal payments on the relevant securities and incur costs in connection with the delay and enforcement of such transactions. While it is expected that entering into securities financing transactions will generally not have a material impact on the performance of a sub-fund, the use of such techniques may have a material (negative or positive) impact on the Net Asset Value of a sub-fund.

(u) Risks associated with the receipt and provision of collateral: The Management Company receives or provides collateral for OTC derivatives and securities financing transactions. OTC derivatives and securities financing transactions may change in value. There is a risk that the collateral received will no longer be sufficient to cover the Management Company's claim for delivery or retransfer of the full amount owed to the counterparty. In order to minimise this risk, the Management Company or a third party appointed by it will reconcile the value of collateral with the value of OTC derivatives and securities financing transactions on a daily basis within the framework of collateral management and demand additional collateral in consultation with the counterparty. The collateral may be accepted in the form of the assets listed in 17.26. However, the credit institution where cash is held may default. Government bonds and bonds issued by international institutions and securities may develop negatively. In the event of a default in the transaction, the invested collateral could no longer be available in full taking into account or despite consideration of haircuts, although the Fund's originally granted amount must be repaid by the Management Company for the Fund. In order to minimise this risk, the Management Company reviews the values on a daily basis as part of collateral management and agrees to provide additional collateral in the event of increased risk.

(v) Specific risks of investing in target funds: If the Investment Manager uses other funds (target funds) for account of a sub-fund as an investment vehicle for its assets by acquiring Shares in such other funds, it assumes, in addition to the risks generally associated with investment policies of the other funds, the risks that result from the structure of the "fund" vehicle. As a result it is itself subject to fund capital risk, settlement risk, the risk of restricted flexibility, the risk of changes to underlying conditions, the risk of changes to terms and conditions, the investment policy and other general provisions of a fund, key personnel risk, the risk of transaction costs at the Fund level arising from Share movements and, in general, performance risk. If a target fund's investment policy is oriented towards investment strategies that expect markets to rise, the relevant positions should usually have a positive effect on the target fund's net assets when markets are rising, and normally a negative effect when the markets are falling. If a target fund's investment policy is oriented towards investment strategies that expect markets to fall, the relevant positions should usually have a positive effect on the target fund's net assets when markets are falling, and normally a negative effect when the markets are rising. The investment managers of different target funds act independently of each other. This may lead to several target funds assuming opportunities and risks in the same or related markets or assets, which concentrates the opportunities and risks of the Fund holding these target funds on the same or related markets or assets. However, the opportunities and risks incurred by different target funds may also offset each other. If a fund invests in target funds, costs are regularly incurred both at the level of the Fund making the investment and at the level of the target funds, in particular management fees (fixed and/or performance-related), Custodian Bank fees and other costs; these result in increased charges to the investors in the Fund making the investment.

(w) Risk of suspension of redemption: Investors are entitled to demand daily redemption of their Shares from the Management Company on each valuation day. However, the Management Company may temporarily suspend the redemption of Shares in exceptional circumstances and only redeem the Shares at a later date at the price then applicable. This price may be lower than it was prior to suspension of redemption. The Management Company may also be obliged to suspend redemption if one or more funds whose units have been acquired for

a sub-fund for their part suspend redemption, and these account for a significant proportion of the net assets of the respective sub-fund.

(x) Risks associated with the acquisition of (distressed securities): Individual sub-funds may invest in distressed securities in accordance with their investment policy. Distressed securities are securities of companies that are insolvent, otherwise at risk of default or experiencing other economic difficulties. These circumstances may result in a rating downgrade, if one has not already occurred, so that these securities are generally in the “speculative grade” range or worse. Such securities are subject to significant risks and the earnings situation is extremely uncertain. There is a risk that restructuring plans, swap offers, etc., may not be feasible and may have a negative impact on the value of these securities. The value of investments in these securities may fluctuate significantly as the value depends on future circumstances of the issuer which are unknown at the time of the investment. It may occur that these securities can only be resold at a significant mark-down, with a delay or not at all. There is a risk of total default, with the result that the sub-fund loses its entire investment in the securities concerned.

(y) Risks in connection with the acquisition of contingent convertible bonds (“CoCo bonds“): CoCo bonds are perpetual subordinated bonds which are converted from debt to equity of the issuing company, usually banks, according to defined criteria (“trigger events”; e.g. falling below a defined equity ratio). In contrast to traditional convertible bonds, the investor is not given an option. Depending on the structure, either a mandatory conversion into shares or a partial or complete write-down can be effected. Upon conversion, the investor changes from a lender to an equity investor. In relation to the same issuer, CoCo bond investors may suffer a capital loss before equity investors.

CoCo bonds may be subject to other special risks such as (trigger level risk): Thresholds can be applied differently and determine the risk of conversion or write-down depending on the distance between equity and threshold value. In a mandatory conversion, CoCo bonds can be converted into equity securities. CoCo bond investors may lose their invested capital in the event of a write-down or conversion. Transparency is crucial to mitigate risk), coupon termination risk (for CoCo bond investors, there is a risk of not receiving all expected coupon payments. Coupon payments may be suspended by the issuer at any time, for any reason and for any period. Upon resumption, there is a risk that deferred coupon payments will not be paid out), capital structure inversion risk (under certain circumstances, CoCo bond investors may suffer losses when the trigger is triggered before the shareholders - in contrast to the traditional capital hierarchy), rollover risk (CoCo bonds are issued as instruments with unlimited maturity, which can only be called at a predefined level with the approval of the competent authority. Due to the flexible callability of CoCo bonds, there is a possibility that the maturity of the bond may be postponed and thus the investor may not receive the capital repayment at the expected time, which may lead to a change in the yield and valuation of the CoCo bond and a deterioration of the liquidity situation in the sub-fund), Unknown risks (the structure of CoCo bonds is relatively new. Effects of tense market phases on the underlying characteristics of CoCo bonds cannot yet be clearly classified) as well as yield/valuation risks (the often attractive returns due to the aforementioned risks and the complexity of these investments are the primary reason for investing in CoCo bonds. So far, however, it has not been ensured that investors take sufficient account of the underlying risks in the assessment and risk measurement process).

The above list of risk factors is not an exhaustive description of all risks associated with an investment in CoCo bonds. The activation of the trigger or suspension of the coupon payment by a single issuer may, under certain circumstances, lead to an overreaction and consequently to an increase in volatility and illiquidity for the entire asset class. In an illiquid market, pricing can also come under pressure. Further information regarding potential risks associated with investments in CoCo bonds can be found in the Communication from the European Securities and Markets Authority (ESMA/2014/944) dated 31 July 2014.

(z) Potential conflicts of interest: The Management Company, its employees, representatives and/or affiliates may act as directors, investment advisors, investment managers, UCI Administration or otherwise as a service provider for the Fund or sub-fund. The function of the Depositary or Sub-Depositary that has been delegated custodial functions can also be exercised by an affiliate of the Management Company. The Management Company and the Depositary, unless a connection exists between them, have adequate structures to avoid possible conflicts of interest from the connection. If conflicts of interest cannot be prevented, the Management Company and the Depositary will identify, control and monitor them, and if any are found, disclose them. The Management Company is aware that conflicts of interest may arise due to the various activities that it carries out with respect to the administration of the Fund or sub-fund. In accordance with the Law of 17 December 2010 and the applicable regulations of the CSSF, the Management Company has sufficient and appropriate structures and control mechanisms, and in particular it acts in the best interests of the Funds or sub-funds. The potential conflicts of interest arising from the delegation of tasks are described in the principles for handling conflicts of interest. These can be found on the Management Company's website www.ethenea.com. To this extent that investor interests are affected by the appearance of conflict of interest, the Management Company will disclose the nature or sources of the existing conflict of interest on its website. In the outsourcing of tasks to a third party, the Management Company shall ensure that the third parties have taken the necessary and equivalent measures to comply with all requirements on organisation and avoidance of conflicts of interest as they are set down in the applicable Luxembourg laws and regulations, and monitor compliance with these requirements.

(aa) Risks associated with investments in ("asset-backed securities"): Asset-backed securities ("ABS") is the generic term for a bond issued by an issuer that is backed or secured by an underlying pool of assets. The underlying assets are usually credit claims. These are bundled in a pool of receivables, which is managed in trust by a financing company. This special purpose entity securitises the receivables and resells them to investors. These are highly complex financial instruments whose risks are correspondingly difficult to assess. Mortgage-backed securities (MBS) are a subcategory of ABS. MBS are bonds that are backed or secured by a pool of receivables secured by real estate liens. Collateralised debt obligations ("CDOs") are another type. CDOs are structured bonds backed by a pool of different types of receivables, in particular loan and mortgage receivables or others such as leasing receivables.

ABS are complex and structured securities whose risk potential can only be assessed after thorough analysis. A generally valid assessment is not possible due to the wide variety of ways in which they are structured. Compared to other interest bearing securities, these asset backed securities may be subject to additional or higher risks, including: Counterparty default risks (due to changing capital market interest rates, the debtor may no longer be able to meet its obligations, which may lead to an increase in the counterparty default risk in the pool of receivables.), liquidity risks (despite being listed on the stock exchange,

investments in ABS may be illiquid.), interest rate risks (due to early repayment options in the underlying pool, interest rate changes may occur.), credit default risks (there is a risk that claims from the underlying pool may not be serviced.), reinvestment risks (due to limited tradeability, there is a possibility that the sub-fund may not always be fully invested.), default risks (the default risk inherent in this investment cannot be excluded despite risk-limiting measures and may lead to total default.), correlation risk (the various underlying claims from a pool may be interdependent and affected by interactions that are reflected in the valuation of the asset-backed securities. In extreme situations, significant price losses may occur if a defaulted receivable infects other receivables in the pool) and complexity risks (the extent of the individual risk types relating to investments in ABS can often only be estimated due to the complexity of the asset class. More precise forecasts are only possible for short periods of time. As investments in ABS are usually planned for the longer term, there is a significant risk for investors in this regard).

(bb) Risk due to force majeure

Force majeure is defined as events whose occurrence cannot be controlled by the persons involved. These include, for example, major traffic accidents, pandemics, earthquakes, floods, hurricanes, nuclear accidents, war and terrorism, design and construction defects beyond the control of the Fund, environmental legislation, general economic circumstances or industrial disputes. To the extent that a sub-fund is affected by one or more events of force majeure, this may result in losses up to and including the total loss of the respective sub-fund.

(cc) Sustainability risks

The materialization of an environmental, social or governance (hereinafter “ESG”) event or condition whose occurrence could have an actual or potential material adverse effect on the value of the investment and thus on the performance of the sub-fund is considered a sustainability risk. Sustainability risks can have a significant impact on other types of risk, such as market price risks or counterparty risks, and can materially influence the risk within these risk types. Failure to take ESG risks into account could have a negative impact on returns over the long term.

(dd) Risks resulting from the ESG strategy

If ESG criteria are taken into account as a component in the investment decision-making process for a sub-fund in accordance with its investment strategy, the choice of target investments may be limited and the performance of the sub-fund may be diminished compared to funds that do not take ESG criteria into account. The decision as to which component is the most important from an overall risk and return perspective is subject to the subjective assessment of fund management.

(ee) Risk warning regarding an error in the net asset value calculation, violations of applicable investment regulations, and other errors

The process of calculating the net asset value (“NAV”) of a fund is not an exact science, which means that the result of this calculation can only represent the best possible approximation of the actual total value of the Fund. Accordingly, it cannot be ruled out that inaccuracies or errors may occur in the calculation of the NAV despite the utmost care taken. Should the final beneficiaries (“final investors”) suffer any loss as a result of an inaccuracy and/or error in the calculation of the NAV, this loss shall be compensated in accordance with the provisions of CSSF Circular 24/856.

If shares have been subscribed through a financial intermediary (e.g. credit institutions or asset managers), the rights of final investors with regard to compensation payments may be impaired. For final investors who subscribe to sub-fund shares via financial intermediaries, there is therefore a risk that they will not receive compensation in the event of an incorrect calculation of the NAV in the above sense.

Compensation for final investors in relation to an error in the NAV calculation, violations of applicable investment regulations and other errors shall always be paid in accordance with the provisions of CSSF Circular 24/856. With regard to end investors who no longer hold shares in the sub-fund but who would be entitled to compensation and can no longer be identified, the compensation will be deposited with the Caisse de consignation of the Luxembourg tax authorities.

An incorrect calculation of the NAV or other errors may also occur to the benefit of investors and to the detriment of the Fund/the sub-funds. In such cases, the Management Company or the Investment Company may, at its discretion and in the name of the Fund/Investment Company, request compensation from the investors, provided the investors are well-informed or professional investors.

The risk types described are not exhaustive, but represent the main risks of the investment fund. In general, further risks may exist and occur.

**Risk profiles**

18.8 The investment funds managed by the Management Company are classified in one of the following risk profiles. The risk profile of the Fund can be found in the corresponding Annex. The descriptions of the following profiles have been prepared assuming normally functioning markets. In unforeseen market situations or in case of market disruptions due to non-functioning markets, further risks may arise besides those mentioned in the risk profile.

(a) Risk profile – risk averse The Fund is suitable for risk-averse investors. Due to the composition of the net fund assets, there is a low overall risk, accompanied by corresponding income potential. The risks can consist, in particular, of currency, credit rating and price risks as well as risks that result from changes to the market interest rate.

(b) Risk profile – conservative The Fund is suitable for conservative investors. Due to the composition of the net fund assets, there is a moderate overall risk, also accompanied by corresponding income potential. The risks can consist, in particular, of currency, credit rating and price risks as well as risks that result from changes to the market interest rate.

(c) Risk profile – growth-oriented The Fund is suitable for growth-oriented investors. Due to the composition of the net fund assets, there is a high overall risk, also accompanied by high income potential. Risks include, in particular, currency, credit and price risks, and risks resulting from changes in market interest rates.

(d) Risk profile – speculative The Fund is suitable for speculative investors. Due to the composition of the net fund assets, there is a very high overall risk, also accompanied by very high income potential. The risks can consist, in particular, of currency, credit rating and price risks as well as risks that result from changes to the market interest rate.

**Risk management process**

18.9 The Company shall apply a risk management procedure that enables it to monitor and measure at all times the risks related to the investment positions and their share of the total risk profile of the investment portfolios of the Funds managed by it. In accordance with the Law of 17 December 2010 and the applicable regulatory requirements of the CSSF, the Management Company reports regularly to the CSSF concerning the risk management process used. The Management Company ensures, within the framework of the risk management process and on the basis of appropriate and reasonable methods, that the overall risk of the managed Funds associated with derivatives does not exceed the total net asset value of their portfolios. For this purpose, the Management Company uses the following methods:

(a) Commitment approach: Under the commitment approach, positions in derivative financial instruments are converted into their corresponding underlying equivalents using the delta method. Netting and hedging effects between derivative financial instruments and their underlyings are taken into account. The sum of these underlying equivalents may not exceed the total net asset value of the Fund portfolio.

(b) VaR approach: The value-at-risk indicator (VaR) is a mathematical, statistical concept and is used as a standard measure of risk in the financial sector. The VaR indicates the potential loss of a portfolio during a certain period (called the holding period) which will not be exceeded with a certain probability (called the confidence level).

(i) Relative VaR approach: Under the relative VaR approach, the VaR of the Fund may not be greater than twice the VaR of a reference portfolio. The reference portfolio must accurately reflect the Fund's investment policy.

(ii) Absolute VaR approach: With the absolute VaR approach, the VaR (99% confidence level, 20-day holding period) of the Fund may not exceed 20% of the Fund's assets.

(c) For funds whose overall risk associated with derivatives is calculated using the VaR approach, the Management Company estimates the expected degree of leverage. This degree of leverage may deviate from the actual value depending on the market situation, and may be greater or smaller. Investor attention is drawn to the fact that no conclusions can be drawn from this information with respect to the risk entailed in the Fund. It is also made explicit that the published expected degree of leverage is not to be understood as an investment limit. The method used to determine the overall risk associated with derivatives and, where applicable, disclosure of the reference portfolio, the expected degree of leverage and the method used to calculate it, are indicated in the Fund-specific Annex.

**Liquidity risk management**

18.10 The Management Company has established written policies and procedures for the sub-funds that permit it to monitor the liquidity risks of the sub-funds and to ensure that the liquidity profile of the sub-funds' investments is consistent with the underlying liabilities of the sub-funds. Taking into account the investment strategy, the liquidity profile of the sub-funds is as follows: The liquidity profile of a sub-fund is determined in its entirety by its structure in terms of the assets and liabilities contained in the sub-fund as well as in terms of the investor structure and the redemption conditions defined in the full prospectus.

The policies and procedures include:

- The Management Company monitors the liquidity risks that may arise at the level of the sub-funds or the assets. For this purpose, it makes an assessment of the liquidity

of the assets held in the sub-fund in relation to the sub-fund's assets and determines liquidity classes for this purpose. The liquidity assessment includes, for example, an analysis of the trading volume, complexity or other typical features as well as a qualitative assessment of an asset, if applicable.

- The Management Company monitors the liquidity risks that may arise from increased investor demand for share redemption or from large-scale redemptions. This involves formulating expectations about changes in net assets, taking into account available information about empirical values from historical changes in net assets.
- The Management Company monitors current receivables and liabilities of the sub-funds and assesses their impact on the liquidity situation of the sub-funds.
- The Management Company has established appropriate liquidity risk limits for the Fund. It monitors compliance with these limits and has established procedures in the event that the limits have been or may be breached.
- The procedures established by the Management Company ensure consistency between the liquidity classes, the liquidity risk limits and the expected net changes in funds.

The Management Company regularly reviews these policies and updates them as needed.

The Management Company regularly performs stress tests that enable it to assess the liquidity risks of the sub-fund. The Management Company conducts the stress tests on the basis of reliable and up-to-date quantitative or, if this is not appropriate, qualitative information. This process includes consideration of investment strategy, redemption periods, payment obligations and periods within which the assets may be sold, as well as information relating to historical events or hypothetical assumptions. The stress tests simulate, where appropriate, a lack of liquidity of the assets in the sub-fund and the extent of atypical requests for unit redemptions. They cover market risks and their effects, including margin calls, collateral requirements or credit lines. They will be carried out taking into account the investment strategy, the liquidity profile, the type of investor and the redemption policy of the Fund at a frequency appropriate to the nature of the sub-fund.

**Use of techniques and instruments for efficient portfolio management**

18.11 In line with CSSF Circular 14/592 regarding the ESMA guidelines on exchange traded funds and other UCITS issues, the Company may use techniques and instruments relating to securities and money market instruments for the purposes of efficient portfolio management of a sub-fund, insofar as these (i) are economically appropriate and cost efficient, (ii) are intended to generate additional returns in keeping with the risk profile of the respective sub-fund and the risk diversification provisions contained in this full prospectus and/or (iii) are used to achieve a reduction in risks or costs and (iv) the associated risks are adequately covered by the risk management procedure of the respective sub-fund.

18.12 The use of techniques and instruments for efficient portfolio management may in no way cause a sub-fund to deviate from its investment objectives and investment restrictions as laid out in this full prospectus or be exposed to any additional risk exceeding that described in this full prospectus and which, in particular, has an adverse impact on the ability to carry out redemption orders.

18.13 Only first-class financial institutions from OECD countries may act as counterparties for the Company when using techniques and instruments for a sub-fund of the Company. There shall be no minimum credit rating requirement.

18.14 The respective techniques and instruments used during the reference period must be disclosed in the Company's semi-annual and annual reports such that the overall value of the transactions and/or total value of the resulting open positions is clearly shown in relation to the respective sub-fund portfolios.

The Company's annual report includes information on the following issues:

(a) Total value of open positions recorded by using techniques for efficient portfolio management;

(b) Identity of the counterparty/counterparties for these techniques for efficient portfolio management;

(c) Type and amount of the collateral received that can be allocated to the counterparty risk for the sub-fund;

(d) The identity of the issuer if the securities held by this issue exceed 20% of the net asset value of the sub-fund;

(e) Whether the sub-fund is entirely collateralised via securities that are issued or guaranteed by an EU member state; and

(f) Income that results from techniques for efficient portfolio management for the entire reporting period, including direct and indirect operating costs and fees incurred.

The Company's annual report must include information on the following for the respective sub-funds which employed financial instruments in the period under review:

(g) Total value of open positions recorded with derivatives;

(h) Identity of the counterparty/counterparties for financial derivatives;

(i) Type and amount of the collateral received that can be allocated to the counterparty risk for the sub-fund.

18.15 Each sub-fund will ensure that the total value of the open positions resulting from derivatives does not exceed the respective fund's net asset value.

18.16 The total value of the open positions is calculated using the current value of the underlying assets, the counterparty risk, the forecast market movements and the time remaining through to liquidation of the open positions.

18.17 If a security or a money market instrument includes a derivative, the derivative must be included in the calculations to be performed according to this section 17.

18.18 Techniques for efficient portfolio management include:

(i) Options on securities and futures, and also, among others,

(ii) Securities lending and securities repurchase transactions (*opérations à réméré, operations de prise/mise en pension*), acquisition with repurchase option, reverse repurchase agreements (**securities financing transactions**), and

(iii) total return swaps

as described below.

(a) Options on securities and futures:

(i) The following applies to the functioning and risks of **options**:

An option is the right to buy (call option) or sell (put option) a certain asset at a predetermined price (strike price) on a predetermined date (exercise date). The price of a call or put option is known as the option "premium". Buying and selling options is associated with particular risks. The premium paid for a purchased call or put option may be lost if the price of the underlying security of the option does not perform as expected and if it is therefore not in the interest of the holder to exercise the option. When selling a call option, there is a risk that the holder may no longer participate in a potentially substantial price increase of the security or may be forced to cover its position under unfavourable market conditions when the counterparty exercises the option. When selling a put option there is a risk that the holder could be obliged to buy the underlying securities at the strike price, despite the market value of these securities being considerably lower when the option is exercised. The leverage effect of options can mean that the impact on the value of a fund's assets is much greater than if the securities had been purchased directly.

(ii) The following applies to the functioning and risks of **financial futures**:

Financial futures are mutual contracts authorising or requiring the parties to the contract to receive or deliver a particular asset at a predetermined time and at a predetermined price. This implies considerable opportunities and also risks, as only a fraction of the total contract volume (margin) must be paid immediately. Any price volatility referred to the margin may result in substantial profits or losses.

The Company reserves the right to establish additional investment restrictions at any time, provided that they are indispensable for compliance with laws and regulations of certain states in which the Company's Shares are offered and sold.

(b) Securities lending (securities loan)

(i) The Company may lend securities from its portfolio to a counterparty for a standard market fee for a given period. Following this period, the counterparty is obliged to return securities of the same type and value to the Company (**securities lending** or **securities loan**).

(ii) The Company may lend securities to a counterparty itself or as part of a standardised lending system organised by a recognised clearing system or a first-class financial institution.

(iii) Types of securities that can be used in securities lending transactions and securities loans shall be as follows:

- Shares;
- Other securities;
- Funds;
- Exchange Traded Funds (ETF);
- Bonds.

(c) Securities repurchase transactions

The Company may enter into securities repurchase transactions as defined below:

(i) as the borrower or "repo seller" in which case the Company sells securities from its portfolio with a repurchase option.

(ii) as the lender or "repo buyer", in which case the Company purchases securities and the counterparty has a repurchase option on condition that the securities are one of the types listed below:

(A) short-term bank certificates or money market instruments as defined in the Law of 2010;

(B) Bonds issued or guaranteed by OECD member states or by their local authorities or by supranational institutions or organisations with regional, EEA (**EEA**) or worldwide scope;

(C) Shares or units in money market funds with daily calculation of net asset value and with a rating of AAA or equivalent;

(D) bonds issued by non-governmental issuers which have adequate liquidity;

(E) shares which are listed or traded on an exchange or a regulated market of an EU member state, provided these securities are represented in a major index.

During the period of the securities repurchase agreement, and until such time as the counterparty has exercised the option or the deadline for the repurchase has expired, the Company may not sell the securities underlying the loan unless it is able to hedge these positions in another way.

(d) Repurchase agreements (repo transactions)

A repurchase agreement is an advance transaction for which, when it matures, the sub-fund has an obligation to repurchase the sold assets and the purchaser (counterparty) has the obligation to return the assets received.

If a sub-fund enters into a repurchase agreement, it should ensure that it can call back the underlying securities for the repurchase agreement at any time, or that it can terminate the agreed repurchase agreement.

(e) Reverse repo transactions

A reverse repo transaction is an advance transaction for which, when it matures, the seller (counterparty) must accept the return of the assets sold and the respective sub-fund must return the assets received.

During the term of a reverse repo transaction the Company may not pledge the securities or transfer them as collateral unless the Company is able to hedge these positions in another way.

If a sub-fund enters into a reverse repo transaction, it must ensure that it can call back the full monetary amount at any time, or that it can either terminate the agreed reverse repo transaction either in the total amount incurred or at a mark-to-market value. If the cash amount can be called back at any time at a mark-to-market value, the mark-to-market value of the reverse repurchase agreement should be used to calculate the net asset value of the relevant sub-fund.

(f) Total return swap

A total return swap is a derivative contract as defined in Article 2 number 7 of Regulation (EU) No. 648/2012 in which one counterparty transfers to another counterparty the total

return of a reference obligation, including income from interest and fees, gains and losses from volatility and credit losses.

18.19 The sub-fund must ensure that all of the securities transferred as part of securities lending can be transferred back and that all of the securities lending agreements entered into can be terminated at any time.

18.20 Forward repo transactions and reverse repo transactions of up to seven days should be viewed as agreements for which the sub-fund can call back the assets at any time.

18.21 The Company will prepare a strategy for direct and indirect operating costs/fees which result from the techniques for efficient portfolio management and which are to be deducted from the income of the respective sub-fund. The difference accrues, in full, to the corresponding sub-fund. As described in 17.13, the annual report will disclose the income as well as the direct and indirect operating costs and fees for the entire period under review.

18.22 The counterparty risk in connection with OTC derivatives and techniques for efficient portfolio management may not exceed 10% of the sub-fund's assets if the counterparty is a bank with its registered office in the European Union or a country which the CSSF believes is comparable with EU regulations with regard to financial supervision regulations. In all other cases, the maximum limit is 5%.

18.23 The counterparty risk for a sub-fund vis-à-vis the counterparty is equal to the positive mark-to-market value of all transactions in connection with OTC derivatives and techniques for efficient portfolio management with the counterparty, subject to the condition that:

(a) In the event that forecloseable netting agreements apply, open items that result from transactions with derivatives and techniques for efficient portfolio management with a counterparty can be netted; and

(b) Collateral which is deposited in favour of a sub-fund and which meets the conditions stipulated in 17.23 below at all times, reduce the counterparty risk of the corresponding sub-fund in line with the amount of the collateral deposited.

**Management of collateral for transactions with OTC derivatives and techniques for efficient portfolio management**

18.24 The Company may also obtain collateral in order to reduce the counterparty risk for sales with a right of repurchase and/or reverse repurchase transactions. In cases where such collateral is obtained, the Company shall adhere to the applicable legal provisions in respect of such collateral, in particular Circular 08/356, to the extent that these are not superseded by the regulations set out below.

18.25 All collateral that minimizes the counterparty risk must fulfil the following requirements at all times:

(a) Liquidity: All collateral received that is not cash must be highly liquid and be traded at a transparent price on a regulated market or within a multi-lateral trading system, so that it can be sold short-term at a price that is close to the valuation established prior to the sale. The collateral must always observe the regulations set out under 17.6(b), 17.6(c) and 17.6(d) above.

(b) Valuation: Collateral received should be valued at least once per stock market day. Assets that have highly volatile prices should only be accepted as collateral if suitable conservative haircuts are applied.

(c) Issuer's creditworthiness: The issuer of the collateral that is received should have a good credit rating.

(d) Correlation: The collateral received by the sub-fund should be issued by a legal entity which is independent of the counterparty and does not have a high correlation with the counterparty's development.

(e) Diversification of collateral (asset concentration): With regard to the collateral, attention must be paid to ensure suitable diversification with regard to countries, markets and issuers. The criterion of reasonable diversification in view of the issuer concentration is regarded as having been fulfilled if the sub-fund of a counterparty with efficient portfolio management or transactions with OTC derivatives receives a collateral basket for which the maximum amount of the open items vis-à-vis a specific issuer is 20% of the net asset value. If a sub-fund has different counterparties, the various collateral baskets should be aggregated, in order to calculate the 20% threshold for the total value of the open items vis-à-vis an individual issuer. Deviating from this sub-section, a sub-fund may be collateralised entirely by different securities and money market instruments that are issued or guaranteed by an EU member state, one or more local authorities, an OECD state or an international public body that belongs to at least one EU member state. This sub-fund should hold securities that have been issued as part of at least six different issues, whereby the securities from one single emission should not exceed 30% of the net asset value of the sub-fund. If a sub-fund aims to be entirely collateralised by securities issued or guaranteed by a single EU member state, this fact must be disclosed in the Annex to the sub-fund. Furthermore, the sub-fund should specify which EU member state, local authorities or international public bodies have issued or guaranteed the securities that the sub-fund has accepted as collateral for more than 20% of its net asset value.

(f) Risks in connection with collateral management, for example, operating and legal risks, are to be identified, controlled and minimised by risk management.

18.26 The sub-fund should have the opportunity of exploiting the collateral received at all times without referring to the counterparty or approval by the counterparty.

18.27 The sub-funds will exclusively accept the following assets as collateral, which can be provided irrespective of their maturity:

(a) Cash collateral: Cash collateral includes not only cash and short-term bank certificates, but also money market instruments as set out in the UCITS guideline. A letter of credit or a guarantee at first request issued by a top-quality bank that is not affiliated with the counterparty is equivalent to liquid assets.

(b) Bonds issued or guaranteed by an OECD member state or a local regional authority in such a country or a public authority in such a country or an EU institution, or by a supranational institution with a regional or global orientation.

(c) Shares or units issued by undertakings for collective investments active on the money market whose net asset value is valued daily, and which have an AAA or comparable rating.

(d) Equities or units issued by undertakings for collective investments in securities.

(e) Bonds issued or guaranteed by first-class issuers that offer a reasonable liquidity.

(f) Shares that are admitted or traded on a regulated market in an EU member country or a stock exchange in an OECD member country, subject to the condition that the units are included in a main index.

18.28 Non-cash collateral received should not be sold, re-invested or pledged.

18.29 Cash collateral received should only:

(a) be invested as a demand deposit;

(b) be invested in top quality government bonds;

(c) be used for reverse repo transactions, subject to the condition that these are transactions with banks that are subject to supervision, and the sub-fund can call back the full amount accrued at any time;

(d) be invested in money market funds with short term structures according to the definition in CESR's guidelines CESR/10~049 on a joint definition for European money market funds.

18.30 Newly invested cash collateral should be diversified according to the diversification conditions for non-cash collateral.

18.31 Each sub-fund which receives collateral for at least 30% of its assets, should have a reasonable stress-test strategy. This aims to ensure that both under normal and extraordinary liquidity conditions stress tests are performed regularly, so that the sub-fund can value the liquidity risk associated with the collateral.

18.32 In line with CSSF Circular 13/559 the Company will set up a haircut strategy for each Class of assets that are received as collateral. As a rule, the Company will receive cash collateral, equities and top-quality government bonds with haircuts of between 1-10% as collateral. However, the Company reserves the right to use other collateral with a corresponding haircut. When working in the haircut strategy, the Company will take into account the characteristics of the assets, such as creditworthiness or price volatility.

18.33 As part of collateral management, the Company sets thresholds for over-collateralisation. Over-collateralisation for cash and government bond collateral is between 102-110% and for equity securities it totals 105%-110% of the securities lent.

18.34 The following provisions also apply to securities lending transactions:

(a) The net risks (i.e. risks of a UCITS minus the collateral received) to which the Company is exposed vis-à-vis a counterparty as a result of securities lending or securities repurchase transactions for the purchase or sale of securities must be included within the 20% investment limit stipulated in item 17.6(a)(ii).

(b) Prior to or at the point of transfer of the securities to be lent, the Company must have received the collateral from the borrower or an intermediary acting on its own account. Provided the intermediary operates under a lending system as defined under item 17.17 (b) (ii), the securities may be transferred prior to the receipt of the collateral on condition that the intermediary provides a guarantee that the transfer will be duly concluded.

**Special information on the counterparty risk for the use of derivatives**

Each sub-fund can perform transactions on OTC markets. The sub-fund is thus exposed to the counterparty's credit risk and its ability to fulfil such agreements. For example, the sub-fund can enter into a swap transaction or another derivative instrument as above under 17.17. Each

individual transaction exposes the sub-fund to the risk that the counterparty will not fulfil its obligations. In the event of bankruptcy or the insolvency of a counterparty, the sub-fund may suffer significant losses as a result of a delay in liquidating the positions, this includes the loss of the investments' value while the Company exercises its rights. There is also the possibility that the use of the agreed techniques is ended, for example as a result of bankruptcy, a violation of the law, or changes to the law compared to the laws that were in force on the date the agreements were concluded. These risks are limited in line with the requirements to uphold the investment restrictions set out under 17.4, 17.5 and 17.17.

OTC markets and inter-dealer markets impact the transactions of sub-funds that are held by sub-funds. Participants on these markets are typically not subject to the credit evaluation or financial supervision required for participants on regulated markets. A sub-fund which invests in swaps, derivatives, synthetic instruments or other OTC transactions on these markets bears the counterparty's credit risk and is also subject to its default risk. These risks may differ materially from those for transactions on regulated markets, as the latter are secured with guarantees, daily mark to market valuations, daily settlements and corresponding segregation as well as minimum capitalisation requirements. As a rule, transactions that are concluded directly between two counterparties do not benefit from this protection. Each sub-fund is also subject to the risk that the counterparty does not execute the transaction as agreed as a result of an inconsistency regarding the contractual conditions (irrespective of whether in good faith or not) or as a result of a credit or liquidity problem. This can lead to losses for the respective sub-fund. This counterparty risk increases for contracts with longer maturities, as events could prevent agreement, or if the Company has geared its transactions to a single counterparty or a small group of counterparties. In the event that the counterparty defaults, the respective sub-fund can become the subject of contradictory market movements while it performs replacement transactions. The respective sub-fund can conclude a transaction with any counterparty. It can also conclude an unrestricted number of transactions with a single counterparty. The sub-funds do not perform any internal checks of the counterparty's creditworthiness. The sub-fund's possibility of concluding transactions with any counterparty, the lack of meaningful and independent valuation evaluation of own financial transactions by the counterparty and the lack of a regulated market for the conclusion of agreements can increase the sub-fund's loss potential.

**Special information on techniques for efficient portfolio management**

According to the conditions and thresholds set out in 17.17(d) and 18.18(e), the sub-fund can enter into an acquisition with a repurchase option or a reverse repo transaction as the purchaser or seller. If the counterparty for an acquisition with a repurchase option or a reverse repo transaction defaults, the sub-fund may suffer a loss in that the income from the purchase of the underlying securities for the transaction and/or other collateral which is held by the sub-fund in connection with the acquisition of the repurchase option or the reverse repo transaction, are lower than the repurchase price or the value of the underlying securities. In addition, the respective sub-fund can suffer losses as a result of the bankruptcy of or corresponding similar proceedings against the counterparty for the acquisition with a repurchase option or the reverse repo transaction or any other type of non-fulfilment on the repurchase date, for example loss of interest or loss in the value of the respective security as well as default and foreclosure costs with regard to the acquisition with a repurchase option or the reverse repo transaction.

Any sub-fund can enter securities lending agreements according to the conditions and thresholds stipulated in 17.17(b). If the counterparty to a securities lending agreement defaults, the respective sub-fund can suffer a loss in that the income from the sale of the sub-fund in connection with

the collateral held as part of the securities lending agreement are lower than the securities lent. In addition, the respective sub-fund can suffer losses as a result of the bankruptcy of or corresponding similar proceedings against the counterparty to the securities lending agreement or any other type of non-fulfilment for the return of the securities, for example a loss of interest or a loss in the value of the respective security as well as default and foreclosure costs with regard to the securities lending agreement.

The respective sub-fund will only employ an acquisition with a repurchase option or a reverse repo transaction and a securities lending agreement in order to minimise risks (hedging) or to generate additional capital or income for the respective sub-fund. When employing these techniques, the sub-fund will uphold the conditions set out above at any time. The risks from the conclusion of an acquisition with a repurchase option or a reverse repo transaction and a securities lending agreement are closely monitored. In addition, techniques (including security or collateral management) are employed in order to reduce these risks. It is to be assumed that the use of an acquisition with a repurchase option or a reverse repo transaction and a securities lending agreement do not have a major impact on the performance of the sub-fund. However, this use can have a significant effect, be this positive or negative, on the sub-fund's net asset value.

As sub-funds can reinvest cash collateral received, there is the risk that the value of the reinvested cash collateral may be lower than the amount to be repaid. However, this risk is reduced via investments in top-quality government bonds, reverse repo transactions, liquid money market funds, term deposits, etc.

**EMIR (European Markets Regulation)**

18.35 The Company shall, pursuant to the usage of the investment instruments described in this Section 17, in all cases in conjunction with the respective banking partner or counterparty, comply with the central counterparties and transaction register and the execution stipulations thereof as well as the regulations delegated hereto as set forth in CSSF circular 13/557 and on the basis of Regulation EU/648/2012 on OTC derivatives (known as the EMIR regulation) where, and to the extent, applicable.

18.36 Assets that fall under Section 17.35 and collateral received in this context are kept in safe custody by the custodian.

**Regulation 2015/2365**

18.37 No total return swaps will be used for the Fund.

18.38 The Fund will continue to enter into securities financing transactions and reverse re-purchase agreements to reinvest the cash collateral. These securities financing transactions are only used to generate additional income for the Fund's assets. In this context, income is generated in particular through the loan fee that is paid by the lender of the loaned asset. The loan fee is incurred depending on the duration of the loan transaction, the amount of the loan fee negotiated and the value of the loaned asset. The loan fee is negotiated by the securities financing agent and may vary depending on the borrower. In addition, within the framework of the regulatory requirements, the Fund generates income through the reinvestment of cash collateral received, which must be deposited by the borrower in connection with the loan of assets. Due to the aforementioned intention of generating additional income for the sub-fund assets, the Fund will conduct securities financing transactions on a permanent basis within the limits set out below. The quantity of securities borrowed can vary over the course of the year and depends on demand and the type of assets contained in the Fund's assets. For example, shares of large cap companies in developed

markets enjoy a different level of demand from borrowers than bonds from small and medium cap companies in emerging markets. The proportion of securities financing transactions that will likely be used, as stated below, was estimated on the basis of historical experience from securities financing transactions of the respective sub-funds. The proportion actually used may vary depending on the market situation and demand. The securities financing transactions are carried out by the securities financing agent, who brings the lender and borrower together in one transaction and receives the fees listed below, among other things. These securities financing transactions can be cancelled daily and are conducted by the securities financing agent as described above If an asset is sold due to the investment strategy, it is automatically reversed by securities financing agents. The securities financing transactions therefore have no influence on the investment strategy of the respective Fund assets.

18.39 The maximum or probable proportion of the assets under management of the respective sub-fund for **securities financing transactions** is determined as follows:

| sub-fund | Maximum proportion of the sub-fund's assets under management that can be used | Proportion of the sub-fund's assets under management that can probably be used |
|---|---|---|
| Top European Ideas Fund | 30% | 0-5% |
| Germany Fund | | |
| Emerging Markets Corporate Bond Fund Balanced | | |
| Global Equities Fund | | |
| Absolute Return Multi Asset | | |
| Global Dividend Stars | | |
| Global Equities Unconstrained Fund | | |
| Megatrends Asia | | |

Income generated from using securities financing transactions is invested in the sub-fund assets in full, less any costs and fees of parties necessarily involved, which includes transaction costs associated with the execution of securities financing transactions.

18.40 Income from securities financing is currently distributed among the various parties involved as follows:

| **Gross income** | | |
|---|---|---|
| 100% | | |
| **Share of gross income** | | |
| 60% | 15% | 25% |
| sub-fund assets | Management Company (ETHENEA Independent Investors S.A.) | Securities lending agent (J.P. Morgan Bank Luxembourg S.A.) |

The following activities are carried out by the parties involved in the establishment of securities financing transactions (management company, securities financing agent, custodian):

<u>Securities financing agent:</u>
- Trade finding & best execution
- Settlement of trades, reconciliation, corporate actions and recall management
- Cash and non-cash collateral management, reinvestment of cash collateral, valuation of collateral
- Invoice management & billing

<u>Management Company:</u>
- Monitoring of counterparty exposures (non-cash collateral & reinvested cash collateral)

- Investment compliance: monitoring of compliance with all investment restrictions (e.g. equity participation rate or diversification across borrower, sector, asset class, country)
- Monitoring of collateral management (review of collateral ratios, cash/non-cash, evaluation)
- Monitoring of settlement processes, recalls (in the case of sales)
- Monitoring of securities financing income (including reinvestments of cash collateral)
- Outsourcing controlling on the securities financing agent
- Tax management (including withholding tax)
- Monitoring of invoicing & control of the annual/semi-annual reports

Depositary:
- Settlement of trades
- Custody of securities
- Control and blocking of the loaned assets

For every securities financing transaction, MainFirst pays a transaction fee of EUR 21.00 to the Depositary. Of this, 20% (EUR 4.20) will be reimbursed to the Fund from the management company's income.

**Feeder sub-funds**

18.41 The Board of Directors may set up sub-funds in the form of feeder sub-funds as defined in Article 77 (1) of the Law of 2010. If and insofar as a sub-fund is to be used as a feeder sub-fund, this full prospectus shall be updated accordingly.

## 19. CALCULATION OF THE NET ASSET VALUE

**Calculation and publication of the net asset value per Share**

19.1 The net asset value per Share is calculated separately for each sub-fund under the responsibility of the UCI Administrator or a representative appointed by it, under the supervision of the Depositary, and in the corresponding sub-fund's currency (the **base currency** of the sub-fund).

19.2 The net asset value of an accumulating or distributing Share of a sub-fund corresponds to the amount resulting from the division of such net assets applicable to the total of the accumulating or distributing Shares by the total number of such sub-fund's accumulating or distributing Shares issued and outstanding.

19.3 A sub-fund's net asset value per Share is calculated on each banking day in Luxembourg (**valuation day**) pursuant to Article 11 of the Articles of Association.

19.4 For any sub-fund of the Company, the latest net asset value per Share and the issue, redemption and conversion price of the Shares can be obtained from the Company's registered office during business hours or from a website as determined by the Company.

**Temporary suspension of the calculation of the net asset value per Share, as well as of the issuing, redemption and conversion of Shares**

19.5 The Company may suspend the calculation of the net asset value, and of the issue, redemption and conversion of Shares of any sub-fund to the extent that this is in compliance with the provisions of Article 12 of the Articles of Association.

19.6 The information regarding such suspension and termination thereof shall be published in the "Luxemburger Wort" and in any other newspaper to be determined by the Board of Directors.

shareholders who have applied for the subscription, redemption or conversion of Shares and are thus affected by the suspension of the calculation of the net asset value shall be informed accordingly by the Company.

**Swing pricing adjustment**

19.7 A sub-fund may suffer a dilution of the net asset value per share due to investors who sell or buy shares in a sub-fund at a price which does not reflect the trading or other costs which arise from the Investment Manager conducting securities transactions in order to take account of the net inflows and/or outflows of funds.

19.8 In order to counteract this influence and to protect shareholders' interests, a swing pricing procedure can be applied. If the total net inflows and outflow of funds of a sub-fund on a valuation day exceed a limit set beforehand by the Board of Directors, the net asset value per share can be correspondingly adjusted upwards or downwards. The limit is regularly checked and where necessary adjusted by the Board of Directors for each sub-fund.

19.9 The amount of the respective net inflows and net outflows of funds is calculated on the basis of the latest information available at the time the net asset value is calculated. The swing pricing procedure can be applied to all sub-funds.

19.10 The amount of the price adjustment is determined by the Board of Directors based on the sub-fund's trading and other costs. Such adjustment may vary according to the sub-fund and shall not exceed up to 1% of the original net asset value per share. The price adjustment applicable to a specific sub-fund can be requested from the registered office of the Company.

## 20. DISSOLUTION, LIQUIDATION, MERGER

**Dissolution and liquidation of the Company**

20.1 The Company can be dissolved at any time by a resolution of the General Meeting of shareholders, resulting in an amendment to the Articles of Association.

20.2 Should the amount of the Company's capital fall below two thirds of the minimum capital specified in Article 5 of the Articles of Association, the Board of Directors shall submit a motion of dissolution of the Company at the General Meeting. The General Meeting shall decide by a simple majority of the Shares present at the Meeting without a specific quorum being required.

20.3 Should the amount of the Company's capital fall below one quarter of the minimum capital specified in Article 5 of the Articles of Association, the Board of Directors shall submit to the General Meeting a motion of dissolution of the Company. The General Meeting shall reach its decisions without a specific quorum being required, and the decision to dissolve the Company may be taken by the shareholders representing one quarter of the Shares present at the Meeting.

20.4 The meeting must be convened such that the General Meeting can be held within 40 days of it being determined that the net assets have fallen below two thirds or one quarter of the statutory minimum capital.

20.5 The liquidation is performed by one or more liquidators; these may be natural or legal persons and are appointed – upon approval of the supervisory authority – by the General Meeting, which also decides on their powers and remuneration.

20.6 The liquidators shall distribute the net proceeds from the liquidation of each sub-fund to the shareholders of the corresponding sub-fund in relation to the net asset value per Share.

20.7 Should the Company be liquidated due to its own decision or to a court ruling, such liquidation shall be performed pursuant to the provisions of the Law of 2010. This law determines the measures to be taken to enable the shareholders to participate in the pay-out of the liquidation proceeds. It stipulates that any amount not claimed by shareholders after conclusion of the liquidation shall be deposited with the *Caisse de Consignation*. The deposited amounts shall be forfeited unless collected within the statutory limitation period.

**Dissolution, liquidation and merger of sub-funds**

20.8 The General Meeting of shareholders of a sub-fund may decide to reduce the Fund assets by dissolving the sub-fund concerned and cancelling the Shares of that sub-fund that have been issued, paying out the value of the Shares to the shareholders minus realisation costs on the basis of the valuation day on which the decision enters into force. A quorum is not required at the General Meetings of shareholders of the sub-funds concerned and decisions shall be adopted with a simple majority of the Shares present or represented at the Meeting.

20.9 Following completion of the liquidation of a sub-fund, the proceeds from liquidation for Shares that have not been handed in are immediately deposited with the *Caisse de Consignation* in Luxembourg.

20.10 If for whatsoever reason the total net asset value of a sub-fund or Class within a sub-fund falls below a value or does not reach a value stipulated by the Board of Directors as being the minimum value for the economically efficient management of that sub-fund or Class, or in the event of an essential change in the political, economic or monetary environment or in the context of a rationalisation, the Board of Directors may resolve to withdraw all of the Shares of the corresponding Class(es) at the value (taking into account the actual realisation prices and realisation costs of the investments) on the valuation day or at the time when the corresponding decision enters into force. The Company shall inform holders of the corresponding Class(es) prior to the forced redemption taking effect, detailing the reasons for the redemption and the procedure to be followed. Subject to any decision to the contrary in the interests of the shareholders or in order to uphold the equal treatment of all shareholders, shareholders of the sub-fund concerned may apply to have their Shares redeemed or converted free of charge prior to the forced redemption (but taking account of the actual realisation prices and costs of the investments).

**Merger of the Company or of sub-funds**

20.11 The Company may participate in crossborder or domestic mergers according to the following rules in the capacity of either a “merging” or a “receiving” UCITS (as defined in Article 1 (20) a) to c) of the Law of 2010):

(a) The Board of Directors is responsible for determining the date on which the merger will enter into force.

(b) For the purposes of item 19.11:

(i) the terms “merger”, “merging UCITS” and “receiving UCITS” have the meaning assigned to them pursuant to Article 1(20), (a) to (c) of the Law of 2010;

(ii) the terms “shareholder” (Anteilinhaber) or “share” (Anteil) also include, in certain circumstances, the shareholders or Shares of the Company or another UCITS;

(iii) the term “UCITS” also refers to a sub-fund of a UCITS; and

(iv) the term “Company” also refers to a sub-fund of the Company.

(c) If the Company is the subject of a merger with another UCITS in the capacity of either a merging or receiving UCITS, the following general rules should be adhered to:

(i) The Company shall provide its shareholders with appropriate and precise information (particularly the details prescribed in Article 72(3), a) to e) on the planned merger) to enable the shareholders to form a sound judgement on the effects of the plan on their investment and to be able to effectively exercise their rights as described in more detail under items (ii) and (iii). This information shall only be provided to shareholders following approval of the merger by the CSSF and at least thirty days prior to the final deadline for applying for Shares to be redeemed or paid out (or converted where applicable) free of charge.

(ii) The decision by the Board of Directors to merge shall be subject to approval by the General Meeting, which shall vote on the basis of a simple majority of the votes present or represented at the Meeting. In the case of a merger leading to the dissolution of the Company, the resolution of the General Meeting must be recorded by notarial deed and must also be supported by a majority of votes and have the quorum as stipulated for an amendment to the Articles of Association. Where the approval of the General Meeting is required, only the consent of the General Meeting of shareholders of the sub-fund concerned is needed.

(iii) The Company's shareholders have the right to request that their Shares be resold or redeemed without any further costs other than those retained by the Company to cover its costs of dissolving the Company. This right shall take effect as of the date on which the shareholders in the merging UCITS and the shareholders in the receiving UCITS are informed of the planned merger in accordance with item (i) and expire five working days before the date on which the conversion ratio is calculated pursuant to item (vi).

(iv) The Board of Directors may, without any impact on the rights described in item (iii) and in deviation from the provisions of Article 11(2) and Article 28 paragraph (1), item b) of the Law of 2010, suspend the subscription, redemption or disbursement of Shares for as long as such a suspension is justified in order to protect the shareholders.

(v) The Company and the other UCITS must draw up a common merger plan that corresponds to the content requirements of Article 69 paragraph (1) of the Law of 2010.

(vi) The merger plan must set out a date on which the merger will take effect and the date for the calculation of the ratio for the conversion of Shares in the merging UCITS for Shares in the receiving UCITS and, where applicable, for stipulating the relevant net holding for cash payments.

(vii) The Fund's Custodian Bank must verify the details described in Article 69 paragraph (1), items a), f) and g) of the Law of 2010.

(d) If the Company is the merging UCITS, the following special rules must be adhered to:

(i) The Company shall commission its auditor with the task of verifying the following details:

(A) the agreed criteria for the valuation of the assets and, where applicable, the liabilities at the time of calculating the conversion ratio pursuant to section 19.11(vi);

(B) where applicable, the cash payment per Share; and

(C) the method for calculation of the conversion ratio and the actual conversion ratio at the time of calculating the ratio pursuant to section 19.11(vi).

(ii) Upon request, the shareholders in the Company and the shareholders of the receiving UCITS, as well as the responsible supervisory authorities, shall be provided with a copy of the auditor's report free of charge.

(e) If the Company is the receiving UCITS, the following special rules must be adhered to:

(i) Whilst adhering to the principle of risk diversification, the Company may for a period of six (6) months after the date on which the merger takes effect deviate from the provisions of Articles 43, 44, 45 and 46 of the Law of 2010.

(ii) The Company shall confirm to the Custodian Bank in writing that the transfer of the assets and, where applicable, liabilities of the merging UCITS has been concluded.

(iii) The Company shall take the requisite measures to ensure that details of the merger are published as required and that the CSSF and all other authorities concerned are duly informed.

## 21. AVAILABLE DOCUMENTS

21.1 Copies of, inter alia, the documents specified below can be consulted on the Company's website, www.ethenea.com, and/or may be inspected at the Company's registered office at 4, rue Thomas Edison, L-1445 Strassen, or at the registered office of the UCI Administration at the same address or at the Management Company's registered office at 16, rue Gabriel Lippmann, L-5365 Munsbach on any banking day during office hours:

the Articles of Association (available as a copy);

(i) the Custodian Bank Agreement, a description of the tasks and duties of the Custodian Bank and a list of functions outsourced to third parties, a description of the policy for avoidance of conflicts of interest;

(ii) the agreement with the UCI Administration, Registrar and Transfer Agent, Luxembourg country-specific institution and Domiciliary Agent;

(iii) the agreements with the Investment Managers of the respective sub-funds;

(iv) the annual and semi-annual reports (available as a copy);

(v) the voting rights policy of the Company; and

(vi) the Key Information Document

# MAINFIRST – TOP EUROPEAN IDEAS FUND

*A Sub-Fund of MainFirst, SICAV*

## SPECIAL SECTION I.A

This Special Section supplements the General Section with respect to the **MainFirst – Top European Ideas** (the **Financial Product sub-fund**) sub-fund and should only be read in combination with the General Section.

## 1. OVERVIEW

| CLASSES | ISIN CODE | BASE CURRENCY | MINIMUM SUBSCRIPTION AND MINIMUM HOLDING AMOUNT | INITIAL ISSUE PRICE | PERFORMANCE FEE |
|---|---|---|---|---|---|
| A shares | LU0308864023 | EUR | None | EUR 100 | 15% |
| A1 shares | LU2115128733 | CHF | | CHF 100 | |
| A2 shares | LU1006510173 | GBP | | GBP 100 | |
| B shares | LU0308864296 | EUR | | EUR 100 | |
| B1 shares | LU2115128816 | CHF | | CHF 100 | |
| B2 shares | LU1006510256 | GBP | | GBP 100 | |
| B3 Shares | LU1006510686 | USD | | USD 100 | |
| C shares | LU0308864965 | EUR | EUR 500,000 | EUR 100 | |
| C1 shares | LU2115128907 | CHF | CHF 500,000 | CHF 100 | |
| C2 shares | LU1006510330 | GBP | GBP 500,000 | GBP 100 | |
| D1 shares | LU2115129038 | CHF | CHF 500,000 | CHF 100 | |
| D2 shares | LU1006510413 | GBP | GBP 500,000 | GBP 100 | |

| CLASSES | ISIN CODE | BASE CURRENCY | MINIMUM SUBSCRIPTION AND MINIMUM HOLDING AMOUNT | INITIAL ISSUE PRICE | PERFORMANCE FEE |
|---|---|---|---|---|---|
| D3 Shares | LU1006510843 | USD | USD 500,000 | USD 100 | |
| R Shares* | LU1004823552 | EUR | None | EUR 100 | |
| R1 Shares* | LU2115129111 | CHF | | CHF 100 | |
| R2 Shares* | LU1004826142 | GBP | | GBP 100 | |
| R3 Shares* | LU1004826498 | USD | | USD 100 | |
| X Shares* | LU1004823636 | EUR | | EUR 100 | |
| X1 Shares* | LU2115129384 | CHF | | CHF 100 | |
| X2 Shares* | LU1004826225 | GBP | | GBP 100 | |
| X3 Shares* | LU1004826571 | USD | | USD 100 | |
| W Shares | LU2115129202 | EUR | EUR 500,000 | EUR 100 | None |

| CLASSES | FRONT LOAD FEE | FLAT-RATE FEE*** | FRACTIONS | INVESTORS | DISTRIBUTION POLICY |
|---|---|---|---|---|---|
| A shares | up to 5% of the net asset value of the share | up to 2.00% of the net assets p.a. | up to 1/100 | Public transactions | Accumulating |
| A1 shares | | | | | |
| A2 shares | | | | | |
| B shares | | | | | Distributing** |
| B1 shares | | | | | |
| B2 shares | | | | | |
| B3 Shares | | | | | |

| CLASSES | FRONT LOAD FEE | FLAT-RATE FEE*** | FRAC-TIONS | INVESTORS | DISTRIBU-TION POLICY |
|---|---|---|---|---|---|
| C shares | | up to 1.40% of the net assets p.a. | | Institutional inves-tors | Accumulating |
| C1 shares | | | | | |
| C2 shares | | | | | |
| D1 shares | | | | | Distributing** |
| D2 shares | | | | | |
| D3 Shares | | | | | |
| R Shares* | | up to 1.20% of the net assets p.a. | | Public transac-tions | Accumulating |
| R1 Shares* | | | | | |
| R2 Shares* | | | | | |
| R3 Shares* | | | | | |
| X Shares* | up to 5% of the net asset value of the share | up to 1.20% of the net assets p.a. | up to 1/100 | Public transac-tions | Distributing** |
| X1 Shares* | | | | | |
| X2 Shares* | | | | | |
| X3 Shares* | | | | | |
| W shares | | up to 2.00% of the net assets p.a. | | Institutional inves-tors | Accumulating |

*R Shares and X Shares are sold exclusively through distributors who provide financial services within the framework of independent advice or discretionary portfolio management, and who do not receive or pass on any portfolio commissions for this service. Nevertheless, the Company or the Management Company reserves the right to accept subscriptions by investors in Classes R and X.

**Distributions are made by resolution of the General Meeting and payments of interim dividends are made by resolution of the Board of Directors. The distribution dates are published in each case.

*** This overview is to be read in conjunction with the information on costs in the General Section (particularly section 12) and the Special Section (particularly section 7) on this sub-fund. The flat-rate fee includes the remuneration for the Management Company, the Investment Manager, distribution, UCI Administration and the Custodian Bank and amounts to at least EUR 20,000 p.a. per sub-fund. All information on remuneration is exclusive of any applicable value added tax.

## 2. INVESTMENT OBJECTIVES AND INVESTMENT POLICY

1. The sub-fund's investment target is to outperform the Benchmark (see "8. SPECIFIC INFORMATION ON THE BENCHMARK"). These investments in equities and other participation securities are made globally, although the investment focus lies on European companies. Additionally, occasional investments may be made in emerging markets on the basis of an opportunistic approach. Depending on the actual situation, the investment focus may be on large-cap companies or also on small and mid-caps.

2. The sub-fund above is an equity fund.

3. The sub-fund is actively managed. The composition of the portfolio is determined by the Investment Manager exclusively in accordance with the criteria defined in the investment objectives/policy, and is regularly reviewed and adjusted if necessary. The performance of the sub-fund is compared with the indices mentioned under point 8. The investment universe of the sub-fund is not limited to the components of these indices. As a result, the performance of the sub-fund may deviate significantly from the benchmark indices.

4. The investment focus is such that at least 75% of the sub-fund's assets (excluding cash and cash equivalents) is invested in Shares and other equity-related securities of companies that are based in an EU member state, conduct most of their business in an EU member state or are holding companies, the majority of whose associated companies have their registered offices in an EU member state.

5. Up to 25% of the sub-fund's assets may be invested in: Shares of companies all over the world that do not meet the requirements of the preceding paragraph as well as bonds, convertible bonds and warrant bonds, whose warrants are issued on securities of companies worldwide that are denominated in a freely convertible currency. Notwithstanding the targeted risk diversification, the sub-fund's assets may temporarily be concentrated on certain countries and sectors.

6. In derogation of item 17.4(e) of the investment restrictions of the General Section of the full prospectus, the sub-fund shall not acquire units in funds (UCITS and/or UCI), regardless of their legal form. The sub-fund is therefore **target-fund eligible** within the meaning of. Art. 41 (1) e) of the Law of 2010.

7. In general, investments in liquid assets are limited to 20% of the net sub-fund assets; however, if deemed appropriate on account of exceptionally unfavourable market conditions, the net sub-fund assets may be held in liquid assets in excess of this limit within the legally permissible limits and restrictions under tax law pursuant to Article 18 of the Articles of Association (short-term), thereby deviating from this investment limit on a short-term basis. In addition, the net sub-fund assets may, if deemed appropriate due to exceptionally unfavourable market conditions, deviate (in the short term) from the minimum limits specified in the investment objectives (incl. references) or in the investment policy, provided that these limits are complied with when cash and cash equivalents are included in the total.

8. In compliance with the strategy of the Investment Manager, sustainability risks are taken into account in the investment decision-making process for this sub-fund. To the extent that the sub-fund invests in corporate securities, only such securities may be acquired that apply good corporate governance practices and do not fall under the general exclusion criteria. Article 8 of Regulation (EU) 2019/2088 and Article 6 of Regulation (EU) 2020/852 (EU taxonomy) apply to this sub-fund.

   **For more information in relation to the promotion of environmental and/or social characteristics and, where applicable, the sustainable investment objectives of the Fund Manager in**

**accordance with Article 8 of Regulation (EU) 2019/2088 and Article 6 of Regulation (EU) 2020/852 (EU Taxonomy) for this** sub-fund**, please refer to Annex I.B of the Sales Prospectus.**

The performance of each unit class of the Sub-fund can be viewed on the website of the management company.

Detailed information on the Management Company's responsible investment principles and the list of sustainability rating agencies used can be found at www.ethenea.com.

The ESG principles underlying the investment process are described in Section 3 "GENERAL INVESTMENT OBJECTIVES, INVESTMENT POLICY AND RISKS" and on the Company's website www.ethenea.com.

9. The sub-fund will use securities financing transactions within the meaning of Regulation 2015/2365. In this context, reference is made to points 17.7 (t), 17.7 (u) (risk information) and 17.18 (b), 17.37 – 17.40 (general explanations and cost structure) of the General Section, which includes explanations of the cost structure and the specific risks associated with these transactions.

## 3. RISK PROFILE AND RISK MANAGEMENT PROCESS

**Risk profile**

1. The sub-fund is recommended for speculative investors who do not need the invested capital over the long term. Due to the composition of the net sub-fund assets, there is a high overall risk, also accompanied by high income potential. The risks can consist, in particular, of currency, credit rating and price risks as well as risks that result from changes to the market interest rate.

**Risk management**

2. The Sub-fund will apply the relative Value-at-Risk method (VaR) to the benchmark M7EU Index (MSCI Europe Net Total Return EUR Index) in order to determine the overall risk of its investments.

3. Any leverage of the sub-fund's investments achieved through the use of derivative financial instruments is not expected to exceed 100% of the nominal value of these assets of the portfolio. However, this limit may be exceeded in individual cases. This limit is calculated from the total of all nominal values of the derivative financial instruments used by the sub-fund.

## 4. BASE CURRENCY OF THE SUB-FUND

The base currency of the sub-fund is the EUR.

If the currency of a Share Class differs from the base currency of the sub-fund, currency hedging is pursued for this Share Class by hedging the exchange rate risk. However, no assurance can be given for the success of this currency hedging and there may be incongruities between the currency position of the sub-fund and the currency position of the hedged Share Class, particularly in the event of severe market distortions. Hedging strategies can be used both when the value of the base currency of the sub-fund decreases and when it increases relative to the value of the currency of the hedged Share Class. This means that the use of these strategies can provide significant protection for the investor of the relevant Share Class against the risk of the depreciation of the base currency relative to the

value of the currency of the hedged Share Class, but may also result in the investor not being able to benefit from an appreciation in the base currency.

## 5. ISSUE, REDEMPTION AND CONVERSION OF SHARES

The procedural rules stipulated in the General Section shall apply.

As an exception to the procedure under point 6.7, the following rules apply:

The redemption price corresponds to the net asset value per Share on the corresponding valuation day. Payment shall in principle be made in Luxembourg no later than three (3) banking days after the day on which the net asset value applicable to the redemption has been determined.

## 6. INVESTMENT MANAGER

The Investment Management of this sub-fund is carried out by the Management Company ETHENEA Independent Investors S.A.

## 7. COSTS

**Remuneration of the Management Company, the UCI Administration, the Custodian Bank, the Investment Manager plus performance fee, and the Distributors**

*Flat-rate fee*

The sub-fund is charged a flat-rate fee in the amount stated under Section 1 of this sub-fund Annex. The flat-rate fee shall be paid to the Management Company. The Management Company pays the remuneration for the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors from this flat-rate fee. The flat-rate fee is calculated and paid pro rata monthly in arrears at the end of the month on the basis of the respective average net share class assets during a month.

The total amount of remuneration for the Management Company, the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors shall be up to 2.00% p.a. of the net sub-fund assets, depending on the Share Class, but at least EUR 20,000.00 p.a. per sub-fund. This compensation is subject to VAT.

The applicable rate of remuneration and the effective costs charged are stated in the annual and semi-annual reports.

*Performance fee*

The Investment Manager also receives, as an incentive, a performance fee of 15% of the net value increase per share of the sub-fund resulting from the ordinary business activity of the sub-fund. The performance fee is paid to the management company and calculated separately for the sub-fund using the following formula:

In the following explanation, “gross share value” means the net asset value per share without the delimitation of the performance fee contained in this net asset value. In other words, to compare the

performances, the net asset value per share is used, taking into account all costs, without the performance fee contained therein.

The performance fee amounts to 15% of the positive difference between the percentage change in the so- the ordinary gross share value of the respective class and the benchmark (s. “8. SPECIFIC INFORMATION ON THE BENCHMARK”). The performance fee is calculated on the basis of the number of Shares currently in circulation in the respective Share Class. No performance fee is charged for Shares in the V and W Classes.

The daily return differential between the percentage change in the gross share value of the respective Class and the percentage-based performance of the benchmark is calculated as follows:

Return of the gross share value – return of the benchmark = return differential.

When calculating the performance fee, an additional mechanism is applied that includes that it can only be levied if the cumulative differential calculated using the above method has reached a new **high watermark** since the date of launching the sub-fund. The reference period of the high watermark extends over the entire lifespan of the respective unit classes of the sub-fund. The difference between the cumulative old (before withdrawal of the performance fee) and the new peak value is applied. The performance fee that is proportionally attributable and deferred to the share redemption at the time of an outperformance of the share class during the year is retained for these shares (“crystallisation”) and paid to the investment manager at the end of the accounting period. The performance fee of the respective share class is calculated on each valuation day by comparing the percentage change in the share value plus the performance fee amount per share (gross share value) contained in the current share value and the percentage change in the benchmark based on the shares currently in circulation. The deferred total amount changes on the valuation days on which the daily return differential exceeds the high watermark. On the valuation days on which the daily return differential falls below the high watermark, the total amount accrued in the respective share class is released. The performance fee amount already crystallised on share redemptions during the year is retained even in the event of future negative performance.

A disbursable performance fee will be withdrawn from the sub-fund at the end of the financial year (accounting period; 1 January - 31 December of each year); corresponding provisions for the performance fee are made each time the net asset value of the sub-fund is calculated. These provisions are included in the net asset value. A further performance fee is only applicable if and when, at the end of the financial year, the previous high watermark determined for the payment of the remuneration is exceeded.

The calculation period for the performance fee is the financial year. The basis for the initial calculation of the performance fee is the sum of the subscription amounts received in the initial subscription period. After the initial subscription period, the performance fee is determined by comparing the percentage change in the share value plus the performance amount per share (gross share value) contained in the current share value and the percentage change in the benchmark and the applicable return differential.

Should the Company or the sub-fund be liquidated, the net asset value used is that applicable on the day on which the decision was made to dissolve the Company or the sub-fund.

The performance fee is calculated for unit certificate classes that differ from the sub-fund currency (e.g. sub-fund currency EUR, class currency CHF) in such a way that the performance of the unit value and the benchmark development are determined in the sub-fund currency. Exchange rate fluctuations therefore have no direct impact on the level of the performance fee in the sub-fund currency.

**Calculation example:**

**Calculation assumptions for end of accounting period 1:**

| | |
|---|---|
| Shares in circulation | 1000 |
| High watermark in EUR | 100 |
| Distribution per share in EUR | 1 |
| Net share value at the end of the accounting period in EUR | 112 |
| Accrued performance fee absolute previous day in EUR | 300 |
| Benchmark value at the beginning of the period | 10,000 |
| Benchmark value at the end of the period | 11,000 |
| Benchmark value indexed at the end of the period (based on high watermark in EUR) | 110 |
| Performance fee rate | 15% |

**Calculation for end of accounting period 1:**

(EUR 112 + (EUR 300/1,000) + EUR 1 – EUR 110) x 1,000 x 15% = EUR 495

(Net share value plus (already accrued performance fee) plus distribution minus indexed benchmark value) multiplied by circulating units multiplied by performance fee rate

At the end of accounting period 1, a performance fee of EUR 495 can be paid out, as the gross share value (net share value + already accrued performance fee) including distribution of EUR 113.30 exceeds the indexed benchmark of 110.

**Calculation assumptions for end of accounting period 2:**

| | |
|---|---|
| Shares in circulation at start | 1,000 |
| Shares in circulation at end | 800 |
| High watermark in EUR | 112 |
| Distribution per share in EUR | 0 |
| Net share value at the end of the accounting period in EUR | 116.50 |
| Accrued performance fee absolute previous day in EUR | 0 |
| Benchmark value at the beginning of the period | 11,000 |
| Benchmark value at the end of the period | 11,500 |
| Benchmark value indexed at the end of the period (based on high watermark) in EUR | 117.09 |
| Performance fee rate | 15% |

**Calculation of the crystallisation amount at the time of return**

Assumption: Gross share value EUR 115, indexed benchmark EUR 114, redeemed shares 200

(EUR 115 – EUR 114) x 200 x 15% = EUR 30

(Gross share value minus indexed benchmark) multiplied by return multiplied by performance fee rate

An amount of EUR 30 can be crystallised at the time the share certificates are returned, as the gross share value exceeds the indexed benchmark. Regardless of the further performance of the share class, this amount is paid out at the end of the accounting period.

**Calculation for end of accounting period 2:**

(EUR 116.50 + (EUR 0/800) + EUR 0 – EUR 117.09) x 800 x 15% < EUR 0 = no performance fee

(Net share value plus (already accrued performance fee) plus distribution minus indexed benchmark value) multiplied by circulating shares multiplied by performance fee rate

At the end of accounting period 2, no performance fee can be paid out, as the gross share value (net share value + already accrued performance fee) of EUR 116.50 does not exceed the indexed benchmark of EUR 117.09.

At the end of the accounting period, a performance fee is paid in the amount of the crystallisation amount of EUR 30. The performance payout only affects those shareholders who have sold during the year at a gross share price that was higher than the indexed benchmark value.

## 8. SPECIFIC INFORMATION ON THE BENCHMARK

The different Share Classes of the sub-fund use the following benchmark, although an active investment approach is not limited to target investments included in a benchmark and the portfolio composition may differ significantly from the benchmark:

- Classes in the base currency EUR, CHF and GBP of the **M7EU Index (MSCI Europe Net Total Return EUR Index)**,
- Classes in the base currency USD of the **M1EU Index (MSCI Europe Net Total Return USD Index)**.

The administrator of these benchmarks is MSCI Inc., New York, USA (“MSCI”). MSCI is registered as administrator with the Financial Conduct Authority in the United Kingdom (“FCA”) within the meaning of Regulation (EU) 2016/1011 with MSCI Limited.

The Management Company has established a different benchmark in a robust written plan if one of the benchmarks ceases to exist or changes significantly. The latest version of this robust written plan can be downloaded from www.ethenea.com or obtained free of charge from the Management Company.

## 9. TERM OF THE SUB-FUND

The sub-fund has been launched for an unspecified period of time.

## SPECIAL SECTION I.B

As of 1 January 2026

**Pre-contractual disclosure for the financial products referred to in Article 8, paragraphs 1, 2 and 2a, of Regulation (EU) 2019/2088 and Article 6, first paragraph, of Regulation (EU) 2020/852**

**Product name:** MAINFIRST – TOP EUROPEAN IDEAS FUND

**Legal entity identifier:** 529900NKA8J0S2ICSL27

**Sustainable investment** means an investment in an economic activity that contributes to an environmental or social objective, provided that the investment does not significantly harm any environmental or social objective and that the investee companies follow good governance practices.

# Environmental and/or social characteristics

| Does this financial product have a sustainable investment objective? | |
|---|---|
| ☐ **Yes** | ☒ **No** |
| ☐ It will make a minimum of **sustainable investments with an environmental objective**: %<br><br>☐ in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br><br>☐ in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy | ☐ It **promotes Environmental/Social (E/S) characteristics** and while it does not have as its objective a sustainable investment, it will have a minimum proportion of % of sustainable investments<br><br>☐ with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br><br>☐ with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy<br><br>☐ with a social objective |
| ☐ It will make a minimum of **sustainable investments with a social objective**: % | ☒ It promotes E/S characteristics, but will **not make any sustainable investments** |

The **EU Taxonomy** is a classification system laid down in Regulation (EU) 2020/852, establishing a list of **environmentally sustainable economic activities**. That Regulation does not lay down a list of socially sustainable economic activities. Sustainable investments with an environmental objective might be aligned with the Taxonomy or not.

## What environmental and/or social characteristics are promoted by this financial product?

The sub-fund promotes the following E/S characteristics:

- climate change mitigation
- slowing of climate change
- protection of human rights
- protection of labour rights
- protection of health
- mitigation of gun violence
- mitigation of corruption
- avoidance of unethical business practices
- promotion of good corporate governance
- mitigation of child labour and forced labour

**Sustainability indicators** measure how the environmental or social characteristics promoted by the financial product are attained.

- What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?

In order to fulfil the above-mentioned E/S characteristics, the product uses a combination of exclusion criteria and a scoring-based approach.

The themes of “mitigating environmental damage” and “slowing climate change” are taken into account through the following exclusions:

- exclusion of companies that violate Environmental Principles 7 to 9 of the UN Global Compact
- nuclear engagement as measured by share of revenue: Production >5%, support products/services >5% and distribution >25% are excluded
- thermal coal engagement as measured by share of revenue: extraction >5% and electricity generation >10% are excluded
- oil sands engagement as measured by share of revenue: extraction >5% is excluded
- shale gas engagement as measured by share of revenue: extraction >5% is excluded
- Observance of the defined PAIs 1,2,3,10,14 (see paragraph on adverse impacts on sustainability factors).

The topics “protection of human rights, labour rights, health”, “mitigation of gun violence”, “mitigation of corruption”, “avoidance of unethical business practices”,

“promotion of good corporate governance” and “mitigation of child labour and forced labour” are taken into account through the following exclusions:

- exclusion of companies that violate Principles 1, 2, 3, 4, 5, 6 and 10 of the UN Global Compact

- controversial weapons are excluded

- adult entertainment as measured by share of revenue: production >10% and distribution >10% are excluded

- tobacco engagement as measured by share of revenue: production >5%, sale >5% and related products/services >5% are excluded.

The exclusions listed are supplemented by a scoring-based approach.

The analyses of external rating agency Sustainalytics are used to assess the ESG risks relevant to each company and to evaluate the active management of ESG risks within the companies. Sustainalytics compiles the results of its analyses into an ESG risk score ranging from 0 to 100, with a risk score below 10 being considered negligible, from 10 to 19.99 low, from 20 to 29.99 medium, from 30 to 39.99 high, and from a score of 40 severe.

An internal ESG analysis is prepared for all securities not covered by Sustainalytics.

The sub-fund aims to continuously improve the ESG risks of the companies in the portfolio over the holding period.

Sustainalytics also continuously monitors each company for controversies. This involves assessing the involvement of companies in incidents with negative environmental, social and governance (ESG) impacts. Level 1: Low, Level 2: Moderate, Level 3: Significant, Level 4: High, Level 5: Severe.

- What are the objectives of the sustainable investments that the financial product partially intends to make and how does the sustainable investment contribute to such objectives?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

- How do the sustainable investments that the financial product partially intends to make, not cause significant harm to any environmental or social sustainable investment objective?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

  - How were the indicators for adverse impacts on sustainability factors taken into account?
    E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

**Principal adverse impacts** are the most significant negative impacts of investment decisions on sustainability factors relating to environmental, social and employee matters, respect for human rights, anticorruption and antibribery matters.

- How are the sustainable investments aligned with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The EU Taxonomy sets out a "do no significant harm" principle by which Taxonomy-aligned investments should not significantly harm EU Taxonomy objectives and is accompanied by specific EU criteria.

The "do no significant harm" principle applies only to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining portion of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Any other sustainable investments must also not significantly harm any environmental or social objectives.

**Does this financial product consider principal adverse impacts on sustainability factors?**

☒ Yes, in the sub-fund, the principal adverse impacts of investment decisions on sustainability factors set out in Annex 1 of Table I of Regulation (EU) 2022/1288 of the European Parliament and of the Council of 6 April 2022 are taken into account in the context of Article 7 of Regulation (EU) 2019/2088. The following adverse impacts on sustainability factors are taken into account in the investment process:

- No. 1 "Greenhouse gas emissions" (Scope 1, Scope 2, Scope 3, Total)

- No. 2 "Carbon footprint"

- No. 3 "Greenhouse gas intensity"

- No. 10 "Violations of the Principles of the UN Global Compact and the OECD Guidelines for Multinational Enterprises"

- Nr. 14 "Exposure controversial weapons (anti-personnel mines, cluster munitions, chemical or biological weapons) Portfolio managers draw on Sustainalytics' external analyses, as well as company public documents and notes from direct dialogues with company leaders, as needed, to identify, measure and assess adverse sustainability impacts. The adverse sustainability impacts can then be subjected to comprehensive analysis and taken into account in investment decisions.

☐ No,

**What investment strategy does this financial product follow?**

The investment objective of the MainFirst - Top European Ideas Fund is to consistently outperform the M7EU Index (MSCI Europe Net Total Return EUR Index) and therefore to generate outperformance over the market cycle. The sub-fund invests in exchange-listed European equities. The investment process of the investment strategy is based on a bottom-up driven stock-picking approach. The companies identified as investment candidates are subjected to more detailed corporate due diligence.

Discussions with the management of the respective companies constitute an integral part of the company analysis. This provides the portfolio management with a deeper understanding of the business model and the long-term corporate strategy. The insights gained from the discussions allow the portfolio management to assess the quality of the company's management, especially with regard to the ability to implement the long-term corporate strategy. Non-financial factors such as the consideration of ethical, social and environmental (ESG) criteria, in particular with respect to reputational risks, are also included in the investment process.
Exclusion criteria are applied prior to security selection in order to achieve the sustainability characteristics: mitigation of environmental damage, slowing of climate change, protection of human rights, protection of labour rights, protection of health, mitigation of armed violence, mitigation of corruption, avoidance of unethical business practices, promotion of good corporate governance, mitigation of child and forced labour. The cornerstone of this approach is a detailed analysis of the company, its management, its business model and its positioning with respect to its competitors. In the process, the portfolio management team seeks to establish a fair value for the company. Identifying previously undervalued stocks is part of the core expertise of portfolio management.

The investment focus may be on large, mid and small caps.

The Sustainalytics scoring model is used to monitor and independently confirm the company's commitment to sustainability.

The sub-fund management team also seeks to improve the world by actively engaging in sustainable investing.

The **investment strategy** guides investment decisions based on factors such as investment objectives and risk tolerance.

- What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?

  In order to fulfil the E/S characteristics being promoted, the MainFirst Top European Ideas Fund uses a combination of exclusion criteria and a scoring-based approach.

- The themes of "mitigating environmental damage" and "slowing climate change" are taken into account through the following exclusions:

  - exclusion of companies that violate Environmental Principles 7 to 9 of the UN Global Compact
  - nuclear engagement as measured by share of revenue: Production >5%, support products/services >5% and distribution >25% are excluded

- thermal coal engagement as measured by share of revenue: extraction >5% and electricity generation >10% are excluded
- oil sands engagement as measured by share of revenue: extraction >5% is excluded
- shale gas engagement as measured by share of revenue: extraction >5% is excluded

- The topics “protection of human rights, labour rights, health”, “mitigation of gun violence”, “mitigation of corruption”, “avoidance of unethical business practices”, “promotion of good corporate governance” and “mitigation of child labour and forced labour” are taken into account through the following exclusions:

- exclusion of companies that violate Principles 1, 2, 3, 4, 5, 6 and 10 of the UN Global Compact
- controversial weapons are excluded
- adult entertainment as measured by share of revenue: production >10% and distribution >10% are excluded
- tobacco engagement as measured by share of revenue: production >5%, sale >5% and related products/services >5% are excluded.

  Sustainalytics also continuously monitors each company for controversies. This involves assessing the involvement of companies in incidents/events with negative environmental, social and governance (ESG) impacts based on 5 scores.

  **Level 1: Low:** The incident has a low impact on the environment and society and the risks to the company are minimal or negligible.

  **Level 2: Moderate:** The incident has a moderate impact on the environment and society and represents a moderate business risk for the company. This rating category indicates that there is a low frequency of recurrence of incidents and adequate or strong management systems and/or a corporate response that mitigates further risks.

  **Level 3: Significant:** The event has a significant impact on the environment and society and represents a significant business risk for the company. This rating category indicates structural problems in the company due to the repetition of incidents and insufficient implementation or absence of appropriate management systems.

  **Level 4: High:** The event has a strong impact on the environment and society and represents a high business risk for the company. This rating category indicates systemic problems within the company, weak management systems and corporate responses, and a recurrence of incidents.

  **Level 5: Severe:** The event has a severe impact on the environment and society and represents a serious business risk for the company. This category is indicative of exceptionally egregious behaviour by the company, a relatively high frequency of repeat incidents, very poor management of ESG risks and a demonstrable lack of willingness by the company to address such risks.

  Any company with Level 5 controversies is excluded.

  Another key factor is the exclusion of companies that violate the UN Global Compact.

**Good governance practices** include sound management structures, employee relations, remuneration of staff and tax compliance.

- What is the committed minimum rate to reduce the scope of the investments considered prior to the application of that investment strategy?
  The sub-fund does not have a commitment to reduce the investment universe by a certain minimum rate.

- What is the policy to assess good governance practices of the investee companies?
  - The incorporation of Sustainalytics' ESG rating means that corporate governance is included as a fundamental element. Indicators are used here to evaluate management as well as to assess corporate governance at events that have an impact on the environment and society. Sustainalytics calculates this to be just under 20% of the total ESG rating.

    (https://connect.sustainalytics.com/hubfs/INV/Methodology/Sustainalytics_ESG%20R atings_Methodology%20Abstract.pdf)

  - Companies are also subjected to a controversy review. This involves assessing the involvement of companies in incidents with negative environmental, social and governance (ESG) impacts. (https://connect.sustainalytics.com/hubfs/INV/Methodology/Controversies%20Resear ch%20Methodology.pdf)

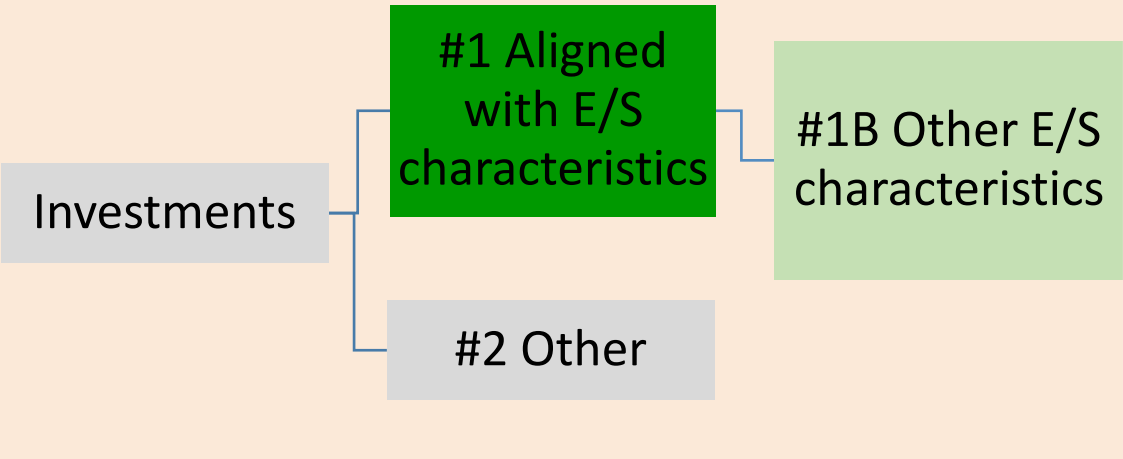
  - Other key factors are the exclusion of companies that violate the UN Global Compact and the exercise of voting rights based on our principles and strategy for exercising voting rights. Our voting rights policy can be found at www.ethenea.com/esg.

  - Good governance practices include sound management structures, employee relations, remuneration of staff and tax compliance. MainFirst - Top European Ideas is committed to maintaining active dialogue with management with the aim of improving the ESG profile over the holding period.

**What is the asset allocation planned for this financial product?**

**Asset allocation** describes the share of investments in specific assets.

Taxonomy-aligned activities are expressed as a share of:
- **Turnover** reflecting the share of revenue from green activities of investee companies
- **Capital expenditure** (CapEx) showing the green investments made by investee companies, e.g. for a transition to a green economy
- **Operational expenditure** (OpEx) reflecting green operational activities of investee companies.




**#1 Aligned with E/S characteristics** includes the investments of the financial product used to attain the environmental or social characteristics promoted by the financial product. The minimum share of these investments is 51%.

**#2 Other** includes the remaining investments of the financial product which are neither aligned with the environmental or social characteristics, nor are qualified as sustainable investments.

Category **#1 Aligned with environmental or social characteristics** includes the following sub-categories:

– The sub-category **#1 Sustainable investment** covers sustainable investments with environmental or social objectives. The minimum share of these investments is 0%.

The sub-category **#1B Other E/S characteristics** covers investments aligned with the environmental or social characteristics that do not qualify as sustainable investments.

- How does the use of derivatives attain the environmental or social characteristics promoted by the financial product?
  Derivatives are not used to achieve the environmental or social characteristics promoted by the financial product.

**To what minimum extent are sustainable investments with an environmental objective aligned with the EU Taxonomy?**

The main objective of this sub-fund is to contribute to the pursuit of E/S characteristics. which is why this sub-fund does not currently undertake to invest a minimum proportion of its total assets in environmentally sustainable economic activities in accordance with Article 3 of the EU Taxonomy Regulation (2020/852). This also applies to information on

investments in economic activities that are classified as enabling or transitional activities under Article 16 or 10(2) of the EU Taxonomy Regulation (2020/852).

To comply with the EU Taxonomy, the criteria for **fossil gas** include limitations on emissions and switching to renewable power or low-carbon fuels by the end of 2035. The criteria for **nuclear energy** include comprehensive safety and waste management regulations.

**Enabling activities** directly enable other activities to make a substantial contribution to an environmental objective.

**Transitional activities** are activities for which low-carbon alternatives are not yet available and among others have greenhouse gas emission levels corresponding to the best performance.

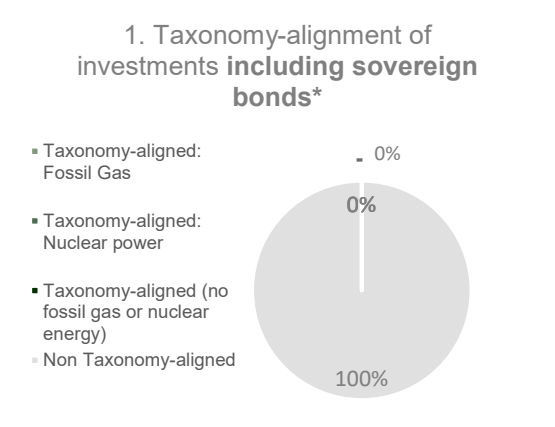
- **Does the financial product invest in fossil gas and/or nuclear energy†† related activities that comply with the EU Taxonomy?**

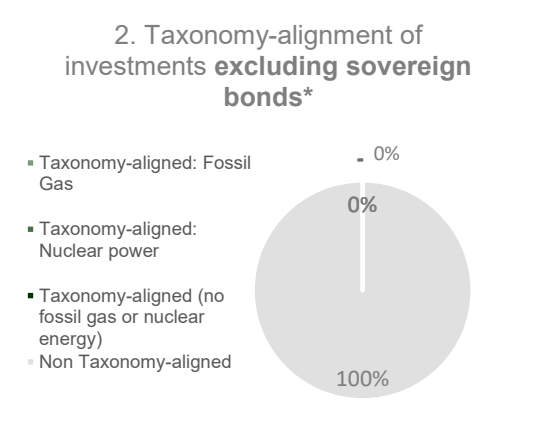
☐ Yes

☐ In fossil gas ☐ In nuclear power

☒ No

The two graphs below show in green the minimum percentage of investments that are aligned with the EU Taxonomy. As there is no appropriate methodology to determine the taxonomy-alignment of sovereign bonds*, the first graph shows the Taxonomy alignment in relation to all the investments of the financial product including sovereign bonds, while the second graph shows the Taxonomy alignment only in relation to the investments of the financial product other than sovereign bonds.




This graph represents x% of the total investments. The investment policy does not specify the extent of investments in government bonds in the fund, meaning that this may be subject to change. It is not possible to determine the share of total investments, as this can vary from 51 to 100%.

††Fossil gas and/or nuclear related activities will only comply with the EU Taxonomy where they contribute to limiting climate change ("climate change mitigation") and do not significantly harm any EU Taxonomy objectives - see explanatory note in the left hand margin. The full criteria for fossil gas and nuclear energy economic activities that comply with the EU Taxonomy are laid down in Commission Delegated Regulation (EU) 2022/1214.

| | | | |
|---|---|---|---|
| Taxonomy-aligned: Fossil Gas | 0% | Taxonomy-aligned: Fossil Gas | 0% |
| Taxonomy-aligned: Nuclear Energy | 0% | Taxonomy-aligned: Nuclear Energy | 0% |
| Taxonomy-aligned (no fossil gas or nuclear energy): | 0% | Taxonomy-aligned (no fossil gas or nuclear energy): | 0% |
| Other investments: | 100% | Other investments: | 100% |

*For the purpose of these graphs, “sovereign bonds” consist of all sovereign exposures.

- What is the minimum share of investments in transitional and enabling activities?
  Transitional activities: 0%
  Enabling activities: 0%

**What is the minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy?**

E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy is 0%.

are sustainable investments with an environmental objective that **do not take into account the criteria** for environmentally sustainable economic activities under the EU Taxonomy.

**What is the minimum share of socially sustainable investments?**

E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The minimum share of socially sustainable investments is 0%

**What investments are included under “#2 Other”, what is their purpose and are there any minimum environmental or social safeguards?**

This includes investments for which no data is available and cash. The sustainability indicators used to measure the achievement of the individual E/S characteristics in “#1 Investments geared towards E/S characteristics” are not systematically applied in “#2 Other”.

Minimum social and environmental protection is available for investments where a

UNGC audit is possible. This includes, for example, shares, but not cash

or derivatives.

**Is a specific index designated as a reference benchmark to determine whether this financial product is aligned with the environmental and/or social characteristics that it promotes?**

**Reference benchmarks** are indexes to measure whether the financial product attains the environmental or social characteristics that they promote.

☐ Yes,

☒ No

- How is the reference benchmark continuously aligned with each of the environmental or social characteristics promoted by the financial product?
  No index is designated as a reference benchmark to determine whether this sub-fund is aligned with the environmental and/or social characteristics that it promotes.

- How is the alignment of the investment strategy with the methodology of the index ensured on a continuous basis?
  No index is designated as a reference benchmark to determine whether this Sub-fund is aligned with the environmental and/or social characteristics that it promotes.

- How does the designated index differ from a relevant broad market index?
  No index is designated as a reference benchmark to determine whether this Sub-fund is aligned with the environmental and/or social characteristics that it promotes.

- Where can the methodology used for the calculation of the designated index be found?
  No index is designated as a reference benchmark to determine whether this Sub-fund is aligned with the environmental and/or social characteristics that it promotes.

**Where can I find more product specific information online?**
**More product-specific information can be found on the website**: www.ethenea.com/esg_doc_mf

# MAINFIRST – GERMANY FUND

*A Sub-Fund of MainFirst, SICAV*

## SPECIAL SECTION II.A

This Special Section supplements the General Section with respect to the **MainFirst – Germany Fund** (the **Financial Product sub-fund**) sub-fund and should only be read in combination with the General Section.

## 1. OVERVIEW

| CLASSES | ISIN CODE | BASE CURRENCY | MINIMUM SUBSCRIPTION AND MINIMUM HOLDING AMOUNT | INITIAL ISSUE PRICE | PERFORMANCE FEE |
|---|---|---|---|---|---|
| A shares | LU0390221256 | EUR | None | EUR 100 | 15% |
| A1 shares | LU2115129467 | USD | | USD 100 | |
| A2 shares | LU2115129541 | CHF | | CHF 100 | |
| B shares | LU0390221686 | EUR | | EUR 100 | |
| B1 shares | LU2115129624 | USD | | USD 100 | |
| B2 shares | LU2115129897 | CHF | | CHF 100 | |
| C shares | LU0390221926 | EUR | EUR 500,000 | EUR 100 | |
| C1 shares | LU2115129970 | USD | USD 500,000 | USD 100 | |
| C2 shares | LU2115130044 | CHF | CHF 500,000 | CHF 100 | |
| D1 shares | LU2115130127 | USD | USD 500,000 | USD 100 | |
| D2 shares | LU2115130390 | CHF | CHF 500,000 | CHF 100 | |
| R Shares* | LU1004823719 | EUR | None | EUR 100 | |

| CLASSES | ISIN CODE | BASE CUR-RENCY | MINIMUM SUB-SCRIPTION AND MINIMUM HOLDING AMOUNT | INITIAL IS-SUE PRICE | PERFOR-MANCE FEE |
|---|---|---|---|---|---|
| R1 Shares* | LU2115130473 | USD | None | USD 100 | 15% |
| R2 Shares* | LU2115130630 | CHF | | CHF 100 | |
| X1 Shares* | LU2115130804 | USD | | USD 100 | |
| X2 Shares | LU2115130986 | CHF | | CHF 100 | |
| W Shares | LU2115130713 | EUR | EUR 500,000 | EUR 100 | None |

| CLASSES | FRONT LOAD FEE | FLAT-RATE FEE*** | FRAC-TIONS | INVESTORS | DISTRIBUTION POLICY |
|---|---|---|---|---|---|
| A shares | up to 5% of the net asset value of the share | up to 2.00% of the net assets p.a. | up to 1/100th of a Share | Public transac-tions | Accumulating |
| A1 shares | | | | | |
| A2 shares | | | | | |
| B shares | | | | | Distributing** |
| B1 shares | | | | | |
| B2 shares | | | | | |
| C shares | | up to 1.40 % of the net assets p.a. | | Institutional in-vestors | Accumulating |
| C1 shares | | | | | |
| C2 shares | | | | | |
| D shares | | | | | Distributing** |

<table>
<tr><th>CLASSES</th><th>FRONT LOAD FEE</th><th>FLAT-RATE FEE***</th><th>FRAC-TIONS</th><th>INVESTORS</th><th>DISTRIBUTION POLICY</th></tr>
<tr><td>D1 shares</td><td rowspan="8">up to 5% of the net asset value of the share</td><td rowspan="2">up to 1.40 % of the net assets p.a.</td><td rowspan="8">up to 1/100th of a Share</td><td rowspan="2">Institutional in-vestors</td><td rowspan="2">Distributing**</td></tr>
<tr><td>D2 shares</td></tr>
<tr><td>R Shares*</td><td rowspan="5">up to 1.20 % of the net assets p.a.</td><td rowspan="5">Public transac-tions</td><td rowspan="3">Accumulating</td></tr>
<tr><td>R1 Shares*</td></tr>
<tr><td>R2 Shares*</td></tr>
<tr><td>X1 Shares*</td><td rowspan="2">Distributing**</td></tr>
<tr><td>X2 Shares</td></tr>
<tr><td>W Shares</td><td>up to 2.00% of the net assets p.a.</td><td>Institutional in-vestors</td><td>Accumulating</td></tr>
</table>

*R Shares and X Shares are sold exclusively through distributors who provide financial services within the framework of independent advice or discretionary portfolio management, and who do not receive or pass on any portfolio commissions for this service. Nevertheless, the Company or the Management Company reserves the right to accept subscriptions by investors in Classes R and X.

**Distributions are made by resolution of the General Meeting and payments of interim dividends are made by resolution of the Board of Directors. The distribution dates are published in each case.

*** This overview is to be read in conjunction with the information on costs in the General Section (particularly section 12) and the Special Section (particularly section 7) on this sub-fund. The flat-rate fee includes the remuneration for the Management Company, the Investment Manager, distribution, UCI Administration and the Custodian Bank and amounts to at least EUR 20,000 p.a. per sub-fund. All information on remuneration is exclusive of any applicable value added tax.

## 2. INVESTMENT OBJECTIVES AND INVESTMENT POLICY

1. The sub-fund seeks to achieve long-term capital growth in line with a reasonable risk diversification by investing the sub-fund's assets primarily in Shares and other equity-related securities with the focus on Germany, where at least two thirds of the sub-fund's Assets are invested. Depending on the actual situation, the investment focus may be on large-cap companies or also on small and mid-caps.
2. The sub-fund above is an equity fund.
3. The sub-fund is actively managed. The composition of the portfolio is determined by the Investment Manager exclusively in accordance with the criteria defined in the investment objectives/policy, and is regularly reviewed and adjusted if necessary. The performance of the sub-fund is compared with the indices mentioned under point 8. The investment universe of the sub-fund is not limited to the components of these indices. As a result, the performance of the sub-fund may deviate significantly from the benchmark indices.

4. The investment focus is such that at least 75% of the sub-fund's assets (excluding cash and cash equivalents) is invested in Shares and other equity-related securities of companies that are based in an EU member state, conduct most of their business in an EU member state or are holding companies whose associated companies predominantly have their registered offices in an EU member state.

5. Up to 25% of the sub-fund's assets may be invested in: Shares of companies all over the world that do not meet the requirements of the preceding paragraph as well as bonds, convertible bonds and warrant bonds, whose warrants are issued on securities of companies worldwide that are denominated in a freely convertible currency. Notwithstanding the targeted risk diversification, the sub-fund's assets may temporarily be concentrated on certain countries and sectors.

6. In derogation of item 17.4(e) of the investment restrictions of the General Section of the full prospectus, the sub-fund shall not acquire units in funds (UCITS and/or UCI), regardless of their legal form. The sub-fund is therefore **target-fund eligible** within the meaning of. Art. 41 (1) e) of the Law of 2010.

7. In general, investments in liquid assets are limited to 20% of the net sub-fund assets; however, if deemed appropriate on account of exceptionally unfavourable market conditions, the net sub-fund assets may be held in liquid assets in excess of this limit within the legally permissible limits and restrictions under tax law pursuant to Article 18 of the Articles of Association (short-term), thereby deviating from this investment limit on a short-term basis. In addition, the net sub-fund assets may, if deemed appropriate due to exceptionally unfavourable market conditions, deviate (in the short term) from the minimum limits specified in the investment objectives (incl. references) or in the investment policy, provided that these limits are complied with when cash and cash equivalents are included in the total.

8. In compliance with the strategy of the Investment Manager, sustainability risks are taken into account in the investment decision-making process for this sub-fund. To the extent that the sub-fund invests in corporate securities, only such securities may be acquired that apply good corporate governance practices and do not fall under the general exclusion criteria. Article 8 of Regulation (EU) 2019/2088 and Article 6 of Regulation (EU) 2020/852 (EU taxonomy) apply to this sub-fund.

   **For more information in relation to the promotion of environmental and/or social characteristics and, where applicable, the sustainable investment objectives of the Fund Manager in accordance with Article 8 of Regulation (EU) 2019/2088 and Article 6 of Regulation (EU) 2020/852 (EU Taxonomy) for this sub-fund, please refer to Annex II.B of the Sales Prospectus.**

   The performance of each unit class of the Sub-fund can be viewed on the website of the management company.

   Detailed information on the Management Company's responsible investment principles and the list of sustainability rating agencies used can be found at www.ethenea.com.

   The ESG principles underlying the investment process are described in Section 3 "GENERAL INVESTMENT OBJECTIVES, INVESTMENT POLICY AND RISKS" and on the Company's website www.ethenea.com.

9. The sub-fund will use securities financing transactions within the meaning of Regulation 2015/2365. In this context, reference is made to points 17.7 (t), 17.7 (u) (risk information) and 17.18 (b), 17.37 – 17.40 (general explanations and cost structure) of the General Section, which includes explanations of the cost structure and the specific risks associated with these transactions.

## 3. RISK PROFILE AND RISK MANAGEMENT PROCESS

**Risk profile**

1. The sub-fund is suitable for growth-oriented investors. Due to the composition of the net sub-fund assets, there is a high overall risk, also accompanied by high income potential. The risks can consist, in particular, of currency, credit rating and price risks as well as risks that result from changes to the market interest rate.

**Risk management**

2. The sub-fund shall use the commitment approach to calculate its total risk exposure. In this way, the Company shall ensure that the total risk associated with derivatives does not exceed the total net asset value of the sub-fund portfolio. **This results in a possible total exposure of the sub-fund in the amount of up to 200% of its net assets.**

## 4. BASE CURRENCY OF THE SUB-FUND

The base currency of the sub-fund is the EUR.

If the currency of a Share Class differs from the base currency of the sub-fund, currency hedging is pursued for this Share Class by hedging the exchange rate risk. However, no assurance can be given for the success of this currency hedging and there may be incongruities between the currency position of the sub-fund and the currency position of the hedged Share Class, particularly in the event of severe market distortions. Hedging strategies can be used both when the value of the base currency of the sub-fund decreases and when it increases relative to the value of the currency of the hedged Share Class. This means that the use of these strategies can provide significant protection for the investor of the relevant Share Class against the risk of the depreciation of the base currency relative to the value of the currency of the hedged Share Class, but may also result in the investor not being able to benefit from an appreciation in the base currency.

## 5. ISSUE, REDEMPTION AND CONVERSION OF SHARES

The procedural rules stipulated in the General Section shall apply.

As an exception to the procedure under point 6.7, the following rules apply:

The redemption price corresponds to the net asset value per Share on the corresponding valuation day. Payment shall in principle be made in Luxembourg no later than three (3) banking days after the day on which the net asset value applicable to the redemption has been determined.

## 6. INVESTMENT MANAGER

The Investment Management of this sub-fund is carried out by the Management Company ETHENEA Independent Investors S.A.

## 7. COSTS

**Remuneration of the Management Company, the UCI Administration, the Custodian Bank, the Investment Manager plus performance fee, and the Distributors**

*Flat-rate fee*

The sub-fund is charged a flat-rate fee in the amount stated under Section 1 of this sub-fund Annex. The flat-rate fee shall be paid to the Management Company. The Management Company pays the remuneration for the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors from this flat-rate fee. The flat-rate fee is calculated and paid pro rata monthly in arrears at the end of the month on the basis of the respective average net share class assets during a month.

The total amount of remuneration for the Management Company, the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors shall be up to 2.00% p.a. of the net sub-fund assets, depending on the Share Class, but at least EUR 20,000.00 p.a. per sub-fund. This compensation is subject to VAT.

The applicable rate of remuneration and the effective costs charged are stated in the annual and semi-annual reports.

*Performance fee*

The Investment Manager also receives, as an incentive, a performance fee of 15% of the net value increase per share of the sub-fund resulting from the ordinary business activity of the sub-fund. The performance fee is paid to the management company and calculated separately for the sub-fund using the following formula:

In the following explanation, “gross share value” means the net asset value per share without the delimitation of the performance fee contained in this net asset value. In other words, to compare the performances, the net asset value per share is used, taking into account all costs, without the performance fee contained therein.

The performance fee amounts to 15% of the positive difference between the percentage change in the so- the ordinary gross share value of the respective class and the benchmark (s. “8. SPECIFIC INFORMATION ON THE BENCHMARK”). The performance fee is calculated on the basis of the number of Shares currently in circulation in the respective Share Class. No performance fee is charged for Shares in the V and W Classes.

The daily return differential between the percentage change in the gross share value of the respective Class and the percentage-based performance of the benchmark is calculated as follows:

Return of the gross share value – return of the benchmark = return differential.

When calculating the performance fee, an additional mechanism is applied that includes that it can only be levied if the cumulative differential calculated using the above method has reached a new **high watermark** since the date of launching the sub-fund. The reference period of the high watermark extends over the entire lifespan of the respective unit classes of the sub-fund. The difference between the cumulative old (before withdrawal of the performance fee) and the new peak value is applied. The performance fee that is proportionally attributable and deferred to the share redemption at the time of an outperformance of the share class during the year is retained for these shares (“crystallisation”) and paid to the investment manager at the end of the accounting period. The performance fee of the respective share class is calculated on each valuation day by comparing the percentage change in the

share value plus the performance fee amount per share (gross share value) contained in the current share value and the percentage change in the benchmark based on the shares currently in circulation. The deferred total amount changes on the valuation days on which the daily return differential exceeds the high watermark. On the valuation days on which the daily return differential falls below the high watermark, the total amount accrued in the respective share class is released. The performance fee amount already crystallised on share redemptions during the year is retained even in the event of future negative performance.

A disbursable performance fee will be withdrawn from the sub-fund at the end of the financial year (accounting period; 1 January - 31 December of each year); corresponding provisions for the performance fee are made each time the net asset value of the sub-fund is calculated. These provisions are included in the net asset value. A further performance fee is only applicable if and when, at the end of the financial year, the previous high watermark determined for the payment of the remuneration is exceeded.

The calculation period for the performance fee is the financial year. The basis for the initial calculation of the performance fee is the sum of the subscription amounts received in the initial subscription period. After the initial subscription period, the performance fee is determined by comparing the percentage change in the share value plus the performance amount per share (gross share value) contained in the current share value and the percentage change in the benchmark and the applicable return differential.

Should the Company or the sub-fund be liquidated, the net asset value used is that applicable on the day on which the decision was made to dissolve the Company or the sub-fund.

The performance fee is calculated for unit certificate classes that differ from the sub-fund currency (e.g. sub-fund currency EUR, class currency CHF) in such a way that the performance of the unit value and the benchmark development are determined in the sub-fund currency. Exchange rate fluctuations therefore have no direct impact on the level of the performance fee in the sub-fund currency.

**Calculation example:**

**Calculation assumptions for end of accounting period 1:**

| | |
|---|---|
| Shares in circulation | 1000 |
| High watermark in EUR | 100 |
| Distribution per share in EUR | 1 |
| Net share value at the end of the accounting period in EUR | 112 |
| Accrued performance fee absolute previous day in EUR | 300 |
| Benchmark value at the beginning of the period | 10,000 |
| Benchmark value at the end of the period | 11,000 |
| Benchmark value indexed at the end of the period (based on high watermark in EUR) | 110 |
| Performance fee rate | 15% |

**Calculation for end of accounting period 1:**

(EUR 112 + (EUR 300/1,000) + EUR 1 – EUR 110) x 1,000 x 15% = EUR 495

(Net share value plus (already accrued performance fee) plus distribution minus indexed benchmark value) multiplied by circulating units multiplied by performance fee rate

At the end of accounting period 1, a performance fee of EUR 495 can be paid out, as the gross share value (net share value + already accrued performance fee) including distribution of EUR 113.30 exceeds the indexed benchmark of 110.

**Calculation assumptions for end of accounting period 2:**

| | |
|---|---|
| Shares in circulation at start | 1,000 |
| Shares in circulation at end | 800 |
| High watermark in EUR | 112 |
| Distribution per share in EUR | 0 |
| Net share value at the end of the accounting period in EUR | 116.50 |
| Accrued performance fee absolute previous day in EUR | 0 |
| Benchmark value at the beginning of the period | 11,000 |
| Benchmark value at the end of the period | 11,500 |
| Benchmark value indexed at the end of the period (based on high watermark) in EUR | 117.09 |
| Performance fee rate | 15% |

**Calculation of the crystallisation amount at the time of return**

Assumption: Gross share value EUR 115, indexed benchmark EUR 114, redeemed shares 200

(EUR 115 – EUR 114) x 200 x 15% = EUR 30

(Gross share value minus indexed benchmark) multiplied by return multiplied by performance fee rate

An amount of EUR 30 can be crystallised at the time the share certificates are returned, as the gross share value exceeds the indexed benchmark. Regardless of the further performance of the share class, this amount is paid out at the end of the accounting period.

**Calculation for end of accounting period 2:**

(EUR 116.50 + (EUR 0/800) + EUR 0 – EUR 117.09) x 800 x 15% < EUR 0 = no performance fee

(Net share value plus (already accrued performance fee) plus distribution minus indexed benchmark value) multiplied by circulating shares multiplied by performance fee rate

At the end of accounting period 2, no performance fee can be paid out, as the gross share value (net share value + already accrued performance fee) of EUR 116.50 does not exceed the indexed benchmark of EUR 117.09.

At the end of the accounting period, a performance fee is paid in the amount of the crystallisation amount of EUR 30. The performance payout only affects those shareholders who have sold during the year at a gross share price that was higher than the indexed benchmark value.

## 8. SPECIFIC INFORMATION ON THE BENCHMARK

The Share Classes of the sub-fund use the following benchmark, although an active investment approach is not limited to target investments included in a benchmark and the portfolio composition may differ significantly from the benchmark:

- **Deutsche Börse AG HDAX (HDAX Index)**.

The owner of these benchmarks is Deutsche Börse AG Frankfurt, Germany, which has outsourced the administration to STOXX Limited, Zurich, Switzerland. STOXX Limited is admitted as an administrator with the German Federal Financial Supervisory Authority ("BaFin") within the meaning of Regulation (EU) 2016/1011.

The Management Company has established a different benchmark in a robust written plan if the benchmark ceases to exist or changes significantly. The latest version of this robust written plan can be downloaded from www.ethenea.com or obtained free of charge from the Management Company.

## 9. TERM OF THE SUB-FUND

The sub-fund has been launched for an unspecified period of time.

## SPECIAL SECTION II.B

As of 1 January 2026

**Pre-contractual disclosure for the financial products referred to in Article 8, paragraphs 1, 2 and 2a, of Regulation (EU) 2019/2088 and Article 6, first paragraph, of Regulation (EU) 2020/852**

**Sustainable investment** means an investment in an economic activity that contributes to an environmental or social objective, provided that the investment does not significantly harm any environmental or social objective and that the investee companies follow good governance practices.

**Product name:** MAINFIRST – GERMANY FUND

**Legal entity identifier:** 529900SMCY0HEH4IUV58

# Environmental and/or social characteristics

The **EU Taxonomy** is a classification system laid down in Regulation (EU) 2020/852, establishing a list of **environmentally sustainable economic activities**. That Regulation does not lay down a list of socially sustainable economic activities. Sustainable investments with an environmental objective might be aligned with the Taxonomy or not.

| **Does this financial product have a sustainable investment objective?** | |
|---|---|
| ☐ **Yes** | ☒ **No** |
| ☐ It will make a minimum of **sustainable investments with an environmental objective**: %<br><br>☐ in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br><br>☐ in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy | ☐ It **promotes Environmental/Social (E/S) characteristics** and while it does not have as its objective a sustainable investment, it will have a minimum proportion of % of sustainable investments<br><br>☐ with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br><br>☐ with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy<br><br>☐ with a social objective |
| ☐ It will make a minimum of **sustainable investments with a social objective**: % | ☒ It promotes E/S characteristics, but will **not make any sustainable investments** |

## What environmental and/or social characteristics are promoted by this financial product?

The sub-fund promotes the following E/S characteristics:

- climate change mitigation
- slowing of climate change
- protection of human rights
- protection of labour rights
- protection of health
- mitigation of gun violence
- mitigation of corruption
- avoidance of unethical business practices
- promotion of good corporate governance
- mitigation of child labour and forced labour

Sustainability indicators measure how the environmental or social characteristics promoted by the financial product are attained.

- What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?

In order to fulfil the above-mentioned E/S characteristics, the product uses a combination of exclusion criteria and a scoring-based approach.

The themes of “mitigating environmental damage” and “slowing climate change” are taken into account through the following exclusions:
- exclusion of companies that violate Environmental Principles 7 to 9 of the UN Global Compact
- nuclear engagement as measured by share of revenue: Production >5%, support products/services >5% and distribution >25% are excluded
- thermal coal engagement as measured by share of revenue: extraction >5% and electricity generation >10% are excluded
- oil sands engagement as measured by share of revenue: extraction >5% is excluded
- shale gas engagement as measured by share of revenue: extraction >5% is excluded

- Observance of the defined PAIs 1,2,3,10,14 (see paragraph on adverse impacts on sustainability factors).

The topics “protection of human rights, labour rights, health”, “mitigation of gun violence”, “mitigation of corruption”, “avoidance of unethical business practices”, “promotion of good corporate governance” and “mitigation of child labour and forced labour” are taken into account through the following exclusions:
- exclusion of companies that violate Principles 1, 2, 3, 4, 5, 6 and 10 of the UN Global Compact
- controversial weapons are excluded

- adult entertainment as measured by share of revenue: Production >10% and distribution >10% are excluded
- tobacco engagement as measured by share of revenue: production >5%, sale >5% and related products/services >5% are excluded

The exclusions listed are supplemented by a scoring-based approach.

The analyses of external rating agency Sustainalytics are used to assess the ESG risks relevant to each company and to evaluate the active management of ESG risks within the companies. Sustainalytics compiles the results of its analyses into an ESG risk score ranging from 0 to 100, with a risk score below 10 being considered negligible, from 10 to 19.99 low, from 20 to 29.99 medium, from 30 to 39.99 high, and from a score of 40 severe.

An internal ESG analysis is prepared for all securities not covered by Sustainalytics.
The sub-fund aims to continuously improve the ESG risks of the companies in the portfolio over the holding period.

Sustainalytics also continuously monitors each company for controversies. This involves assessing the involvement of companies in incidents with negative environmental, social and governance (ESG) impacts. Level 1: Low, Level 2: Moderate, Level 3: Significant, Level 4: High, Level 5: Severe.

- What are the objectives of the sustainable investments that the financial product partially intends to make and how does the sustainable investment contribute to such objectives?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

**Principal adverse impacts** are the most significant negative impacts of investment decisions on sustainability factors relating to environmental, social and employee matters, respect for human rights, anticorruption and antibribery matters.

- How do the sustainable investments that the financial product partially intends to make, not cause significant harm to any environmental or social sustainable investment objective?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.
  How were the indicators for adverse impacts on sustainability factors taken into account?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

  - How are the sustainable investments aligned with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights?
    E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The EU Taxonomy sets out a “do no significant harm” principle by which Taxonomy-aligned investments should not significantly harm EU Taxonomy objectives and is accompanied by specific EU criteria.

The “do no significant harm” principle applies only to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining portion of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Any other sustainable investments must also not significantly harm any environmental or social objectives.

**Does this financial product consider principal adverse impacts on sustainability factors?**

☒ Yes, in the sub-fund, the principal adverse impacts of investment decisions on sustainability factors set out in Annex 1 of Table I of Regulation (EU) 2022/1288 of the European Parliament and of the Council of 6 April 2022 are taken into account in the context of Article 7 of Regulation (EU) 2019/2088.

The following adverse impacts on sustainability factors are taken into account in the investment process:

- No. 1 “Greenhouse gas emissions” (Scope 1, Scope 2, Scope 3, Total)

- No. 2 “Carbon footprint”

- No. 3 “Greenhouse gas intensity”

- No. 10 “Violations of the Principles of the UN Global Compact and the OECD Guidelines for Multinational Enterprises”

- Nr. 14 “Exposure controversial weapons (anti-personnel mines, cluster munitions, chemical or biological weapons) Portfolio managers draw on Sustainalytics’ external analyses, as well as company public documents and notes from direct dialogues with company leaders, as needed, to identify, measure and assess adverse sustainability impacts. The adverse sustainability impacts can then be subjected to comprehensive analysis and taken into account in investment decisions.

☐ No,

**What investment strategy does this financial product follow?**

The investment objective of the MainFirst - Germany Fund is to consistently outperform the HDAX Index and therefore to generate outperformance over the market cycle. The sub-fund invests in exchange-listed German equities. The investment process of the investment strategy is based on a bottom-up driven stock-picking approach. The companies identified as investment candidates are subjected to more detailed corporate due diligence.

Discussions with the management of the respective companies constitute an integral part of the company analysis. This provides the portfolio management with a deeper

understanding of the business model and the long-term corporate strategy. The insights gained from the discussions allow the portfolio management to assess the quality of the company's management, especially with regard to the ability to implement the long-term corporate strategy. Non-financial factors such as the consideration of ethical, social and environmental (ESG) criteria, in particular with respect to reputational risks, are also included in the investment process.
Exclusion criteria are applied prior to security selection in order to achieve the sustainability characteristics: mitigation of environmental damage, slowing of climate change, protection of human rights, protection of labour rights, protection of health, mitigation of armed violence, mitigation of corruption, avoidance of unethical business practices, promotion of good corporate governance, mitigation of child and forced labour. The cornerstone of this approach is a detailed analysis of the company, its management, its business model and its positioning with respect to its competitors. In the process, the portfolio management team seeks to establish a fair value for the company. Identifying previously undervalued stocks is part of the core expertise of portfolio management. The investment focus is on mid and small caps. Large caps can be added opportunistically depending on the market environment. The Sustainalytics scoring model is used to monitor and independently confirm the company's commitment to sustainability. The sub-fund management team also seeks to improve the world by actively engaging in sustainable investing.

The **investment strategy** guides investment decisions based on factors such as investment objectives and risk tolerance.

- What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?
  In order to fulfil the E/S characteristics being promoted, the MainFirst Germany Fund uses a combination of exclusion criteria and a scoring-based approach.

- The themes of "mitigating environmental damage" and "slowing climate change" are taken into account through the following exclusions:

- exclusion of companies that violate Environmental Principles 7 to 9 of the UN Global Compact
- nuclear engagement as measured by share of revenue: Production >5%, support products/services >5% and distribution >25% are excluded
- thermal coal engagement as measured by share of revenue: extraction >5% and electricity generation >10% are excluded
- oil sands engagement as measured by share of revenue: extraction >5% is excluded
- shale gas engagement as measured by share of revenue: extraction >5% is excluded

- The topics "protection of human rights, labour rights, health", "mitigation of gun violence", "mitigation of corruption", "avoidance of unethical business practices", "promotion of good corporate governance" and "mitigation of child labour and forced labour" are taken into account through the following exclusions:

- exclusion of companies that violate Principles 1, 2, 3, 4, 5, 6 and 10 of the UN Global Compact
- controversial weapons are excluded
- adult entertainment as measured by share of revenue: Production >10% and distribution >10% are excluded

- tobacco engagement as measured by share of revenue: production >5%, sale >5% and related products/services >5% are excluded

Sustainalytics also continuously monitors each company for controversies. This involves assessing the involvement of companies in incidents/events with negative environmental, social and governance (ESG) impacts based on 5 scores.

**Level 1: Low:** The incident has a low impact on the environment and society and the risks to the company are minimal or negligible.

**Level 2: Moderate:** The incident has a moderate impact on the environment and society and represents a moderate business risk for the company. This rating category indicates that there is a low frequency of recurrence of incidents and adequate or strong management systems and/or a corporate response that mitigates further risks.

**Level 3: Significant:** The event has a significant impact on the environment and society and represents a significant business risk for the company. This rating category indicates structural problems in the company due to the repetition of incidents and insufficient implementation or absence of appropriate management systems.

**Level 4: High:** The event has a strong impact on the environment and society and represents a high business risk for the company. This rating category indicates systemic problems within the company, weak management systems and corporate responses, and a recurrence of incidents.

**Level 5: Severe:** The event has a severe impact on the environment and society and represents a serious business risk for the company. This category is indicative of exceptionally egregious behaviour by the company, a relatively high frequency of repeat incidents, very poor management of ESG risks and a demonstrable lack of willingness by the company to address such risks.

Any company with Level 5 controversies is excluded.

Another key factor is the exclusion of companies that violate the UN Global Compact.

- What is the committed minimum rate to reduce the scope of the investments considered prior to the application of that investment strategy?

  The sub-fund does not have a commitment to reduce the investment universe by a certain minimum rate.

**Good governance practices** include sound management structures, employee relations, remuneration of staff and tax compliance.

- What is the policy to assess good governance practices of the investee companies?

  The incorporation of Sustainalytics' ESG rating means that corporate governance is included as a fundamental element. Indicators are used here to evaluate management as well as to assess corporate governance at events that have an impact on the environment and society. Sustainalytics calculates this to be just under 20% of the total ESG rating. (https://connect.sustainalytics.com/hubfs/INV/Methodology/Sustainalytics_ESG%20Ratings_Methodology%20Abstract.pdf)

Companies are also subjected to a controversy review. This involves assessing the involvement of companies in incidents with negative environmental, social and governance (ESG) impacts. (https://connect.sustainalytics.com/hubfs/INV/Methodology/Controversies%20Research%20Methodology.pdf)

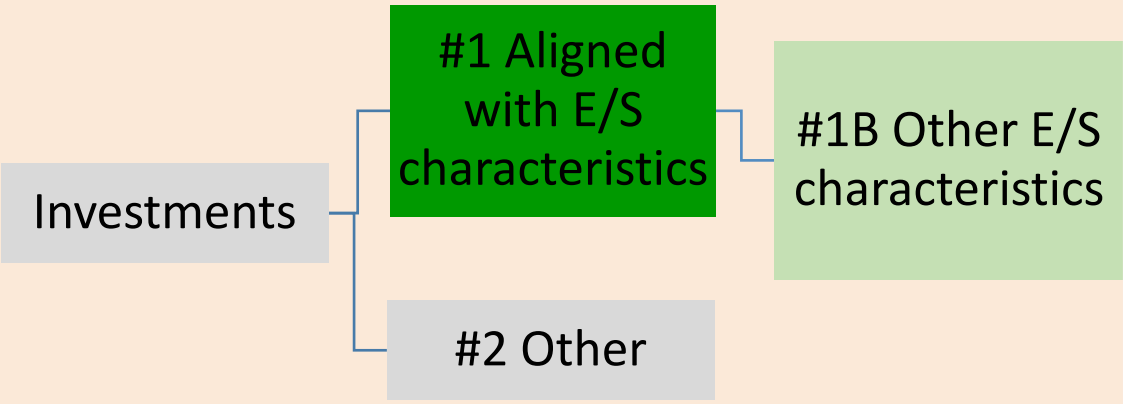
Other key factors are the exclusion of companies that violate the UN Global Compact and the exercise of voting rights based on our principles and strategy for exercising voting rights. Our voting rights policy can be found at www.ethenea.com/esg.

MainFirst - Germany Fund is committed to maintaining active dialogue with management with the aim of improving the ESG profile over the holding period.

**What is the asset allocation planned for this financial product?**

**Asset allocation** describes the share of investments in specific assets.

Taxonomy-aligned activities are expressed as a share of:
- **Turnover** reflecting the share of revenue from green activities of investee companies
- **Capital expenditure** (CapEx) showing the green investments made by investee companies, e.g. for a transition to a green economy
- **Operational expenditure** (OpEx) reflecting green operational activities of investee companies.




**#1 Aligned with E/S characteristics** includes the investments of the financial product used to attain the environmental or social characteristics promoted by the financial product. The minimum share of these investments is 51%.

**#2 Other** includes the remaining investments of the financial product which are neither aligned with the environmental or social characteristics, nor are qualified as sustainable investments.

Category **#1 Aligned with environmental or social characteristics** includes the following sub-categories:

– The sub-category **#1 Sustainable investment** covers sustainable investments with environmental or social objectives. The minimum share of these investments is 0%.

The sub-category **#1B Other E/S characteristics** covers investments aligned with the environmental or social characteristics that do not qualify as sustainable investments.

- How does the use of derivatives attain the environmental or social characteristics promoted by the financial product?
  Derivatives are not used to achieve the environmental or social characteristics promoted by the financial product.

**To what minimum extent are sustainable investments with an environmental objective aligned with the EU Taxonomy?**

The main objective of this sub-fund is to contribute to the pursuit of E/S characteristics. which is why this sub-fund does not currently undertake to invest a minimum proportion of its total assets in environmentally sustainable economic activities in accordance with Article 3 of the EU Taxonomy Regulation (2020/852). This also applies to information on investments in economic activities that are classified as enabling or transitional activities under Article 16 or 10(2) of the EU Taxonomy Regulation (2020/852).

- **Does the financial product invest in fossil gas and/or nuclear energy[‡‡] related activities that comply with the EU Taxonomy?**

☐ Yes

☐ In fossil gas ☐ In nuclear power

☒ No

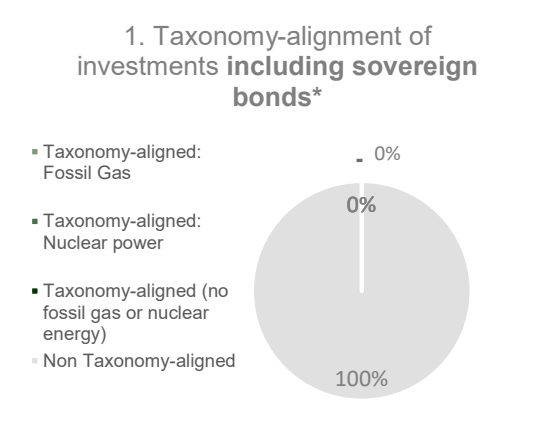
To comply with the EU Taxonomy, the criteria for **fossil gas** include limitations on emissions and switching to renewable power or low-carbon fuels by the end of 2035. The criteria for nuclear energy include comprehensive safety and waste management regulations.

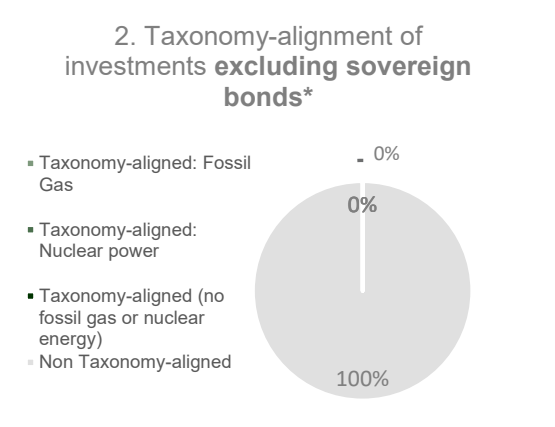
**Enabling activities** directly enable other activities to make a substantial contribution to an environmental objective.

**Transitional activities** are activities for which low-carbon alternatives are not yet available and among others have greenhouse gas emission levels corresponding to the best performance.

[‡‡]Fossil gas and/or nuclear related activities will only comply with the EU Taxonomy where they contribute to limiting climate change ("climate change mitigation") and do not significantly harm any EU Taxonomy objectives - see explanatory note in the left hand margin. The full criteria for fossil gas and nuclear energy economic activities that comply with the EU Taxonomy are laid down in Commission Delegated Regulation (EU) 2022/1214.

The two graphs below show in green the minimum percentage of investments that are aligned with the EU Taxonomy. As there is no appropriate methodology to determine the taxonomy-alignment of sovereign bonds*, the first graph shows the Taxonomy alignment in relation to all the investments of the financial product including sovereign bonds, while the second graph shows the Taxonomy alignment only in relation to the investments of the financial product other than sovereign bonds.




This graph represents x% of the total investments. The investment policy does not specify the extent of investments in government bonds in the fund, meaning that this may be subject to change. It is not possible to determine the share of total investments, as this can vary from 51 to 100%.

| | | | |
|---|---|---|---|
| Taxonomy-aligned: Fossil Gas | 0% | Taxonomy-aligned: Fossil Gas | 0% |
| Taxonomy-aligned: Nuclear Energy | 0% | Taxonomy-aligned: Nuclear Energy | 0% |
| Taxonomy-aligned (no fossil gas or nuclear energy): | 0% | Taxonomy-aligned (no fossil gas or nuclear energy): | 0% |
| Other investments: | 100% | Other investments: | 100% |

*For the purpose of these graphs, “sovereign bonds” consist of all sovereign exposures.

- What is the minimum share of investments in transitional and enabling activities?
  Transitional activities: 0%
  Enabling activities: 0%

are sustainable investments with an environmental objective that **do not take into account the criteria** for environmentally sustainable economic activities under the EU Taxonomy.

**What is the minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy?**

E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy is 0%

**What is the minimum share of socially sustainable investments?**

E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The minimum share of socially sustainable investments is 0%

**What investments are included under "#2 Other", what is their purpose and are there any minimum environmental or social safeguards?**

This includes investments for which no data is available and cash. The sustainability indicators used to measure the achievement of the individual E/S characteristics in "#1 Investments geared towards E/S characteristics" are not systematically applied in "#2 Other".

Minimum social and environmental protection is available for investments where a UNGC audit is possible. This includes, for example, shares, but not cash or derivatives.

**Is a specific index designated as a reference benchmark to determine whether this financial product is aligned with the environmental and/or social characteristics that it promotes?**

**Reference benchmarks** are indexes to measure whether the financial product attains the environmental or social characteristics that they promote.

☐ Yes,

☒ No

- How is the reference benchmark continuously aligned with each of the environmental or social characteristics promoted by the financial product?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- How is the alignment of the investment strategy with the methodology of the index ensured on a continuous basis?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- How does the designated index differ from a relevant broad market index?
  No index is designated as a reference benchmark to determine whether this Sub-fund is aligned with the environmental and/or social characteristics that it promotes.

- Where can the methodology used for the calculation of the designated index be found?
  No index is designated as a reference benchmark to determine whether this Sub-fund is aligned with the environmental and/or social characteristics that it promotes.

**Where can I find more product specific information online?**
**More product-specific information can be found on the website**: www.eth-enea.com/esg_doc_mf

# MAINFIRST – EMERGING MARKETS CORPORATE BOND FUND BALANCED

*A Sub-Fund of MainFirst, SICAV*

## SPECIAL SECTION III.A

This Special Section supplements the General Section with respect to the **MainFirst – Emerging Markets Corporate Bond Fund Balanced** (the **Financial Product sub-fund**) sub-fund and should only be read in combination with the General Section.

## 1. OVERVIEW

| CLASSES | ISIN CODE | BASE CURRENCY | MINIMUM SUBSCRIPTION AND MINIMUM HOLDING AMOUNT | INITIAL ISSUE PRICE | PERFORMANCE FEE |
|---|---|---|---|---|---|
| A shares | LU0816909013 | USD | None | USD 100 | None |
| A1 shares | LU0816909286 | CHF | | CHF 100 | |
| A2 shares | LU0816909369 | EUR | | EUR 100 | |
| C shares | LU0816909955 | USD | 500,000 USD | USD 100 | |
| C1 shares | LU0816910292 | CHF | 500,000 CHF | CHF 100 | |
| C2 shares | LU0816910375 | EUR | EUR 500,000 | EUR 100 | |
| D2 shares | LU0816910706 | EUR | EUR 500,000 | EUR 100 | |
| R Shares* | LU1004824014 | USD | None | USD 100 | none |
| R2 Shares* | LU1004824444 | EUR | | EUR 100 | |
| X1 Shares* | LU1004824360 | CHF | | CHF 100 | |

| CLASSES | ISIN CODE | BASE CUR-RENCY | MINIMUM SUB-SCRIPTION AND MINIMUM HOLDING AMOUNT | INITIAL IS-SUE PRICE | PERFORMANCE FEE |
|---|---|---|---|---|---|
| X2 Shares* | LU1004824527 | EUR | | EUR 100 | |
| F shares**** | LU1004824105 | USD | 15,000,000 USD | USD 100 | |

| CLASSES | FRONT LOAD FEE | FLAT-RATE FEE*** | FRAC-TIONS | INVESTORS | DISTRIBUTION POLICY |
|---|---|---|---|---|---|
| A shares | up to 5% of the net asset value of the share | up to 1.40 % of the net assets p.a. | up to 1/100th of a Share | Public transac-tions | Accumulating |
| A1 shares | | | | | |
| A2 shares | | | | | |
| C shares | | up to 1.00% of the net assets p.a. | | Institutional in-vestors | Accumulating |
| C1 shares | | | | | |
| C2 shares | | | | | |
| D2 shares | | | | | Distributing** |
| R Shares* | | | | Public transac-tions | Accumulating |
| R2 Shares* | | | | | |
| X1 Shares* | | | | | Distributing** |
| X2 Shares* | | | | | |
| F Shares**** | None | | | Public transac-tions, Institutional Investors | Distributing** |

*R Shares and X Shares are sold exclusively through distributors who provide financial services within the framework of independent advice or discretionary portfolio management, and who do not receive or pass on any portfolio commissions for this service. Nevertheless, the Company or the Management Company reserves the right to accept subscriptions by investors in Classes R and X.

**Distributions are made by resolution of the General Meeting and payments of interim dividends are made by resolution of the Board of Directors. The distribution dates are published in each case.

*** This overview is to be read in conjunction with the information on costs in the General Section (particularly section 12) and the Special Section (particularly section 7) on this sub-fund. The flat-rate fee includes the remuneration for the Management Company, the Investment Manager, distribution, UCI Administration and the Custodian Bank and amounts to at least EUR 20,000 p.a. per sub-fund. All information on remuneration is exclusive of any applicable value added tax.

**** F Shares are not reserved for specific investors, i.e. both institutional and retail investors can subscribe for Shares, taking into account the criteria defined here, subject to the minimum subscription amount. F Shares are primarily intended to be available to (semi-)professional investors such as UHNWIs who wish to invest directly or indirectly through legal entities.

## 2. INVESTMENT OBJECTIVES AND INVESTMENT POLICY

1. This sub-fund seeks to achieve positive growth in the value of its assets by investing in a diversified portfolio of debt securities and similar debt instruments which are issued by debtors in emerging markets and which are denominated in a freely convertible currency.

2. The sub-fund is actively managed. The composition of the portfolio is determined by the Investment Manager exclusively in accordance with the criteria defined in the investment objectives/policy, and is regularly reviewed and adjusted if necessary. The performance of the sub-fund is compared with the indices mentioned under point 8. The investment universe of the sub-fund is not limited to the components of these indices. As a result, the performance of the sub-fund may deviate significantly from the benchmark indices.

3. In order to meet this objective, the sub-fund will mostly invest its assets in bonds (including zero bonds), short-term debt securities and in similar debt instruments (the Investment Instruments). Investment instruments are issued or guaranteed by government debtors from emerging markets (in particular central banks, government authorities and regional banks) or corporate debtors with their registered office in an emerging market. In so doing, the sub-fund will focus its investments on investment instruments from corporate debtors.

   In particular the following countries are understood to be “Emerging Countries” for the purpose of this Special Section: Argentina, Brazil, Chile, China, Hong Kong, India, Indonesia, Israel, Kazakhstan, Columbia, South Korea, Mexico, Nigeria, Peru, the Philippines, Poland, Qatar, Russia, Singapore, South Africa, Thailand, Ukraine, United Arab Emirates, Venezuela. The above list should not be considered exhaustive and is subject to change. Emerging countries are generally undergoing a phase of economic development but have not yet, however, reached the stage of development of the developed nations, particularly Western Europe, North America or Japan.

   Investment instruments may be denominated in any convertible currency including USD, EUR and currencies of emerging countries insofar as they are freely convertible. A maximum of 30% of the net sub-fund assets can be invested in investment instruments which are denominated in a currency of a non-OECD member country. There is no limit to the total proportion of investment instruments that are denominated in currencies from non-OECD member countries. Investment instruments may be denominated in an indefinite number of currencies or just one currency.

   In connection with this section, OECD member countries which belong to the emerging countries are not counted as being OECD member countries.

4. The sub-fund pursues a *balanced strategy*, i.e. investment instruments do not have to have any or any specific rating (S&P, Moody's and Fitch). It is much rather the case that investments are made in a large number of rating categories. The intended target is an average rating of at least BB over the entire sub-fund. In addition, the portfolio is diversified in terms of regions, countries and sectors.

5. In addition, the sub-fund may invest in the following investment instruments:

   (a) fixed or variable income debt securities denominated in freely convertible currencies, and which were issued by government debtors in a non-emerging country or corporate debtors with their registered office in a non-emerging country, which mostly generate their revenues in an emerging country;

   (b) Convertible bonds or debt securities with warrants issued by corporate debtors with their registered office in a non-emerging country, which mostly generate their revenues in an emerging country and which are denominated in a freely convertible currency;

   (c) Investment instruments which resulted passively from the forced conversion, the forced exchange or other type of realization, without input from the Company or the asset manager for the convertible bonds and debt securities with warrants named under (b) (e.g. as the result of bankruptcy or restructuring of an issuer).

6. Notwithstanding the targeted risk diversification, the sub-fund's assets may temporarily be concentrated on certain sectors.

7. Units in UCITS or other UCI ("target funds") may be acquired up to a maximum limit of 10% of the sub-fund's assets, meaning that the sub-fund is **eligible to invest in target funds**. With regard to the target funds that can be acquired for the sub-fund, there is no restriction on the types of target funds that can be acquired.

8. In general, investments in liquid assets are limited to 20% of the net sub-fund assets; however, if deemed appropriate on account of exceptionally unfavourable market conditions, the net sub-fund assets may be held in liquid assets in excess of this limit within the legally permissible limits (short-term), thereby deviating from this investment limit on a short-term basis. In addition, the net sub-fund assets may, if deemed appropriate due to exceptionally unfavourable market conditions, deviate (in the short term) from the minimum limits specified in the investment objectives (incl. references) or in the investment policy, provided that these limits are complied with when cash and cash equivalents are included in the total.

9. Taking into account the strategy of the investment manager, sustainability risks are considered as a component in the investment decision-making process for this sub-fund. In this case, however, the fund management decides which components are to be used, taking into account the overall risk and return aspects and the exclusions. Article 8 of Regulation (EU) 2019/2088 and Article 6 of Regulation (EU) 2020/852 (EU taxonomy) apply to this sub-fund.

   **For more information in relation to the promotion of environmental and/or social characteristics and, where applicable, the sustainable investment objectives of the Fund Manager in accordance with Article 8 of Regulation (EU) 2019/2088 and Article 6 of Regulation (EU) 2020/852 (EU Taxonomy) for this sub-fund, please refer to Annex III.B of the Sales Prospectus.**

   The performance of each unit class of the Sub-fund can be viewed on the website of the management company.

Detailed information on the Management Company's responsible investment principles and the list of sustainability rating agencies used can be found at www.ethenea.com.

The ESG principles underlying the investment process are described in Section 3 "GENERAL INVESTMENT OBJECTIVES, INVESTMENT POLICY AND RISKS" and on the Company's website www.ethenea.com.

10. The sub-fund will use securities financing transactions within the meaning of Regulation 2015/2365. In this context, reference is made to points 17.7 (t), 17.7 (u) (risk information) and 17.18 (b), 17.37 – 17.40 (general explanations and cost structure) of the General Section, which includes explanations of the cost structure and the specific risks associated with these transactions.

## 3. RISK PROFILE AND RISK MANAGEMENT PROCESS

**Risk profile**

1. The sub-fund is suitable for growth-oriented investors. Due to the composition of the net sub-fund assets, there is a high overall risk, also accompanied by high income potential. The risks can consist, in particular, of currency, credit rating and price risks as well as risks that result from changes to the market interest rate.

**Risk management**

2. The sub-fund shall use the commitment approach to calculate its total risk exposure. In this way, the Company shall ensure that the total risk associated with derivatives does not exceed the total net asset value of the sub-fund portfolio. This results in a possible total exposure of the sub-fund in the amount of up to 200% of its net assets.

## 4. BASE CURRENCY OF THE SUB-FUND

The base currency of the sub-fund is USD.

If the currency of a Share Class differs from the base currency of the sub-fund, currency hedging is pursued for this Share Class by hedging the exchange rate risk. However, no assurance can be given for the success of this currency hedging and there may be incongruities between the currency position of the sub-fund and the currency position of the hedged Share Class, particularly in the event of severe market distortions. Hedging strategies can be used both when the value of the base currency of the sub-fund decreases and when it increases relative to the value of the currency of the hedged Share Class. This means that the use of these strategies can provide significant protection for the investor of the relevant Share Class against the risk of the depreciation of the base currency relative to the value of the currency of the hedged Share Class, but may also result in the investor not being able to benefit from an appreciation in the base currency.

## 5. ISSUE, REDEMPTION AND CONVERSION OF SHARES

The procedural rules stipulated in the General Section shall apply.

As an exception to the procedure under point 6.7, the following rules apply:

The redemption price corresponds to the net asset value per Share on the corresponding valuation day. Payment shall in principle be made in Luxembourg no later than three (3) banking days after the day on which the net asset value applicable to the redemption has been determined.

## 6. INVESTMENT MANAGER

he Investment Management of this sub-fund is carried out by the Management Company ETHENEA Independent Investors S.A.

## 7. COSTS

**Remuneration of the Management Company, the Central Administration, the Custodian Bank, the Investment Manager, and the Distributors**

*Flat-rate fee*

The sub-fund is charged a flat-rate fee in the amount stated under Section 1 of this sub-fund Annex. The flat-rate fee shall be paid to the Management Company. The Management Company pays the remuneration for the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors from this flat-rate fee. The flat-rate fee is calculated and paid pro rata monthly in arrears at the end of the month on the basis of the respective average net share class assets during a month.

The total amount of remuneration for the Management Company, the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors shall be up to 1.40% p.a. of the net sub-fund assets, depending on the Share Class, but at least EUR 20,000.00 p.a. per sub-fund. This compensation is subject to VAT.

The applicable rate of remuneration and the effective costs charged are stated in the annual and semi-annual reports.

The Investment Manager is remunerated from the flat-rate fee charged. Consequently, the Investment Manager receives remuneration in the form of an annual commission which is calculated on a daily basis and is payable for each calendar month.

## 8. SPECIFIC INFORMATION ON THE BENCHMARK

The different Share Classes of the sub-fund use the following benchmark, although an active investment approach is not limited to target investments included in a benchmark and the portfolio composition may differ significantly from the benchmark:

- Classes in base currency USD, the **J.P. Morgan Corporate EMBI Broad Diversified Composite Index Level (JBCDCOMP Index)**,
- Classes in base currency EUR, the **J.P. Morgan CEMBI Broad Diversified Composite Index Level Hedged in EUR (JBCDHECP Index)**,
- Classes in base currency CHF, the **J.P. Morgan CEMBI Broad Diversified Composite Index Level Hedged in CHF (JBCDHFCP Index)**.

J.P. Morgan Securities LLC, New York, USA, is administrator of these benchmarks. J.P. Morgan Securities PLC, London, UK is registered as administrator with the Financial Conduct Authority in the United Kingdom ("FCA") within the meaning of Regulation (EU) 2016/1011.

The Management Company has established a different benchmark in a robust written plan if the benchmark ceases to exist or changes significantly. The latest version of this robust written plan can be downloaded from www.ethenea.com or obtained free of charge from the Management Company.

## 9. TERM OF THE SUB-FUND

The sub-fund has been launched for an unspecified period of time.

## SPECIAL SECTION III.B

As of 1 January 2026

**Pre-contractual disclosure for the financial products referred to in Article 8, paragraphs 1, 2 and 2a, of Regulation (EU) 2019/2088 and Article 6, first paragraph, of Regulation (EU) 2020/852**

**Sustainable investment** means an investment in an economic activity that contributes to an environmental or social objective, provided that the investment does not significantly harm any environmental or social objective and that the investee companies follow good governance practices.

**Product name:** MAINFIRST – EMERGING MARKETS CORPORATE BOND FUND BALANCED

**Legal entity identifier:** 529900KM42R21P69DG60

# Environmental and/or social characteristics

The **EU Taxonomy** is a classification system laid down in Regulation (EU) 2020/852, establishing a list of **environmentally sustainable economic activities**. That Regulation does not lay down a list of socially sustainable economic activities. Sustainable investments with an environmental objective might be aligned with the Taxonomy or not.

| **Does this financial product have a sustainable investment objective?** | |
|---|---|
| ☐ **Yes** | ☒ **No** |
| ☐ It will make a minimum of **sustainable investments with an environmental objective**: %<br>☐ in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br>☐ in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy | ☐ It **promotes Environmental/Social (E/S) characteristics** and while it does not have as its objective a sustainable investment, it will have a minimum proportion of % of sustainable investments<br>☐ with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br>☐ with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy<br>☐ with a social objective |
| ☐ It will make a minimum of **sustainable investments with a social objective**: % | ☒ It promotes E/S characteristics, but will **not make any sustainable investments** |

## What environmental and/or social characteristics are promoted by this financial product?

The sub-fund promotes the following E/S characteristics:

- climate change mitigation
- slowing of climate change
- protection of human rights
- protection of labour rights
- protection of health
- mitigation of gun violence
- mitigation of corruption
- avoidance of unethical business practices
- promotion of good corporate governance
- mitigation of child labour and forced labour

**Sustainability indicators** measure how the environmental or social characteristics promoted by the financial product are attained.

- What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?

In order to fulfil the above-mentioned E/S characteristics, the MainFirst - Emerging Markets Team (EM Team) uses a combination of exclusion criteria and a scoring-based approach.

In the first step, all companies are excluded that do not fulfil the criteria of human rights, labour rights, environment or anti-corruption in accordance with the “UN Global Compact Principles”. At the same time, companies that generate their revenues from the extraction of coal from power plants and tobacco production, as well as from the production of controversial weapons or armaments, are excluded. Countries implicated in various acts of state repression, transnational conflicts, civil wars, accusations of discrimination, etc. are also eliminated from the investment universe.

The EM team takes E/S characteristics into consideration but does not pursue the primary goal of investing only in the most sustainable bonds. Rather, the aim is to achieve a better average ESG risk rating than that of the benchmark.

The analyses of external rating agency Sustainalytics are used to assess the ESG risks relevant to each company and to evaluate the active management of ESG risks within the companies. Sustainalytics compiles the results of its analyses into an ESG risk score ranging from 0 to 100, with a risk score below 10 being considered negligible, from 10 to 19.99 low, from 20 to 29.99 medium, from 30 to

39.99 high, and from a score of 40 severe. Any long-term improvement in the issuer's ESG rating should tend to narrow its credit spread and generate additional income as a result.

The evolution of the Sustainalytics ESG risk rating is continuously reviewed and adjusted accordingly as part of a monitoring process. In the event of significant deterioration, the company is granted a six-month grace period to explain the reasons for the deterioration and to substantiate its plan to improve its ESG profile. If these assurances fail to materialise, the company is sold.

For companies that do not have an ESG risk rating from Sustainalytics, the EM Team prepares a sustainability analysis using an individual, impact-based assessment process. The framework of the process comprises three aspects: Environment, social aspects and corporate governance. This is carried out primarily through our own research (internet, brokers, local analysts, etc.) as well as through constructive and critical dialogue with the management of the companies. The analysis of the EM Team focuses, for example, on factors such as corporate governance, controversy resolution, etc. In this respect, the team is interested in finding out how other stakeholders are treated, to what extent the board of directors and the management are staffed by external experts, what relationships they have with other companies, or whether critical political interdependencies are known. Transparency with respect to ESG standards can be limited, especially in the case of smaller companies and first-time issuers. In this environment, the willingness of management to provide additional information and provide comprehensive answers to relevant questions plays a crucial role. Within the investment process, positions that do not have an ESG risk rating are then regularly monitored with regard to the evolution of ESG ratings and adjusted accordingly.

- What are the objectives of the sustainable investments that the financial product partially intends to make and how does the sustainable investment contribute to such objectives?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

- How do the sustainable investments that the financial product partially intends to make, not cause significant harm to any environmental or social sustainable investment objective?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

**Principal adverse impacts** are the most significant negative impacts of investment decisions on sustainability factors relating to environmental, social and employee matters, respect for human rights, anticorruption and antibribery matters.

  - How were the indicators for adverse impacts on sustainability factors taken into account?
    E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

- How are the sustainable investments aligned with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The EU Taxonomy sets out a “do no significant harm” principle by which Taxonomy-aligned investments should not significantly harm EU Taxonomy objectives and is accompanied by specific EU criteria.

The “do no significant harm” principle applies only to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining portion of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Any other sustainable investments must also not significantly harm any environmental or social objectives.

**Does this financial product consider principal adverse impacts on sustainability factors?**

☒ Yes, in the sub-fund, the principal adverse impacts of investment decisions on sustainability factors set out in Annex 1 of Table 1 of Regulation (EU) 2022/1288 of the European Parliament and of the Council of 6 April 2022 are taken into account in the context of Article 7 of Regulation (EU) 2019/2088.

The following adverse impacts on sustainability factors are taken into account in the investment process:

- Nr. 1 “GHG emissions” (Greenhouse gas emissions Scope 1, Scope 2, Scope 3 and total)

- No. 2 “Carbon footprint”

- No. 3 “GHG intensity of investee companies”

- No. 4 “Exposure to companies active in the fossil fuel sector”

- No. 10 “Violations of UN Global Compact principles and Organisation for Economic Cooperation and Development (OECD) Guidelines for Multinational Enterprises”

- Nr. 14 “Exposure to controversial weapons (anti-personnel mines, cluster munitions, chemical weapons and biological weapons)”.

The portfolio managers use the external analyses of Sustainalytics and, when needed, public documents of the companies and notes from direct dialogues with the company management to identify, measure and evaluate adverse sustainability impacts. The adverse sustainability impacts can be analysed extensively and taken into account when making investment decisions.

☒ No,

**What investment strategy does this financial product follow?**

The **investment strategy** guides investment decisions based on factors such as investment objectives and risk tolerance.

MainFirst - Emerging Markets Corporate Bond Fund Balanced is a corporate bond fund that focuses on emerging market companies. The investment objective is to achieve long-term capital growth based on appropriate levels of total risk and to consistently outperform the JPM Corporate Emerging Market Bond Broad Diversified Index (JPM CEMBI BD).

The sub-fund’s investment strategy focuses on hard currency bonds issued by companies in emerging markets. The approach focuses on identifying inefficiencies and mispricing of companies that offer above-average return potential.

Exclusion criteria are applied prior to security selection in order to achieve the sustainability characteristics: mitigation of environmental damage, slowing of climate change, protection of human rights, protection of labour rights, protection of health, mitigation of armed violence, mitigation of corruption, avoidance of unethical business practices, promotion of good corporate governance, mitigation of child and forced labour. The selection is made after comprehensive company analyses (bottom-up).

To further assess and independently validate a claim to sustainability, the Sustainalytics scoring model is used to consistently ensure that the average ESG risk score of the sub-fund is better than that of its benchmark, the JPM CEMBI BD.

- What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?
  The application and consideration of the following key elements are necessary to ensure the fulfilment of the environmental and social objectives being promoted. To

achieve this, the MainFirst - Emerging Markets Team (EM Team) uses a combination of exclusion criteria and a scoring-based approach.

In the first step, all companies are excluded that do not fulfil the criteria of human rights, labour rights, environment or anti-corruption in accordance with the "UN Global Compact Principles". At the same time, companies that generate their revenues from the extraction of coal from power plants and tobacco production, as well as from the production of controversial weapons or armaments, are excluded. Countries implicated in various acts of state repression, transnational conflicts, civil wars, accusations of discrimination, etc. are also eliminated from the investment universe.

The EM team takes E/S characteristics into consideration but does not pursue the primary goal of investing only in the most sustainable bonds. Rather, the aim is to achieve a better average ESG risk rating than that of the benchmark. The analyses of external rating agency Sustainalytics are used to assess the ESG risks relevant to each company and to evaluate the active management of ESG risks within the companies. Sustainalytics compiles the results of its analyses into an ESG risk score ranging from 0 to 100, with a risk score below 10 being considered negligible, from 10 to 19.99 low, from 20 to 29.99 medium, from 30 to 39.99 high, and from a score of 40 severe. Any long-term improvement in the issuer's ESG rating should tend to narrow its credit spread and generate additional income as a result.

The evolution of the Sustainalytics ESG risk rating is continuously reviewed and adjusted accordingly as part of a monitoring process. In the event of significant deterioration, the company is granted a six-month grace period to explain the reasons for the deterioration and to substantiate its plan to improve its ESG profile. If these assurances fail to materialise, the company is sold.

To further assess and independently validate a claim to sustainability, the Sustainalytics scoring model is used to consistently ensure that the Fund's average rating outperforms its benchmark, JPM CEMBI BD. Weighting and selection of securities must be adjusted accordingly in the event of non-compliance. The defined PAIs are also taken into account.

For companies that do not have an ESG risk rating from Sustainalytics, the EM Team prepares a sustainability analysis using an individual, impact-based assessment process. The framework of the process comprises three aspects: Environment, social aspects and corporate governance. This is carried out primarily through our own research (internet, brokers, local analysts, etc.) as well as through constructive and critical dialogue with the management of the companies. The analysis of the EM Team focuses, for example, on factors such as corporate governance, controversy resolution, etc. In this respect, the team is interested in finding out how other stakeholders are treated, to what extent the board of directors and the management are staffed by external experts, what relationships they have with other companies, or whether critical political interdependencies are known. Transparency with respect to ESG standards can be limited, especially in the case of smaller companies and first-time issuers. In this environment, the willingness of management to provide additional information and provide comprehensive answers to relevant questions plays a crucial role. Within the investment process,

positions that do not have an ESG risk rating are then regularly monitored with regard to the evolution of ESG ratings and adjusted accordingly.

**Good governance practices** include sound management structures, employee relations, remuneration of staff and tax compliance.

- What is the committed minimum rate to reduce the scope of the investments considered prior to the application of that investment strategy?
  The sub-fund does not have a commitment to reduce the investment universe by a certain minimum rate.

- What is the policy to assess good governance practices of the investee companies?
  The incorporation of Sustainalytics' ESG rating means that corporate governance is included as a fundamental element. Indicators are used here to evaluate management as well as to assess corporate governance at events that have an impact on the environment and society. Sustainalytics calculates this to be just under 20% of the total ESG rating. (https://connect.sustainalytics.com/hubfs/INV/Methodology/Sustainalytics_ESG%20Ratings_Methodology%20Abstract.pdf)

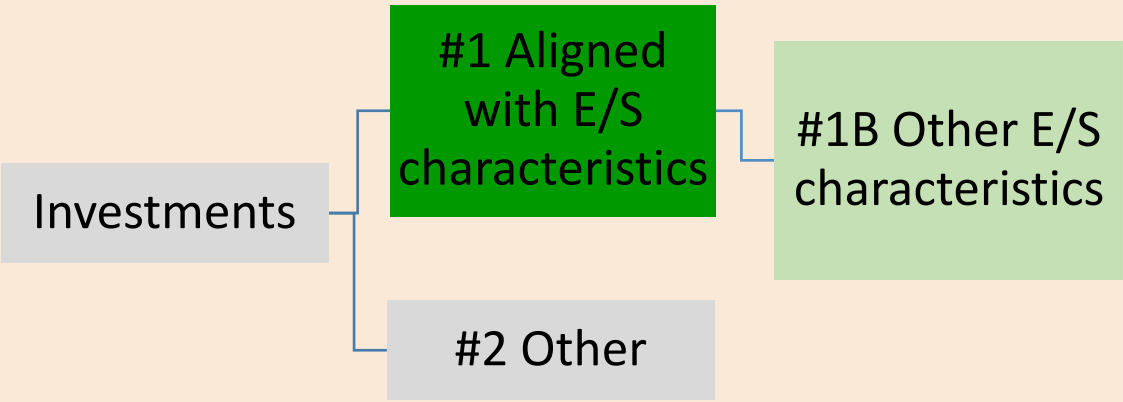
  Companies are also subjected to a controversy review. This involves assessing the involvement of companies in incidents with negative environmental, social and governance (ESG) impacts. (https://connect.sustainalytics.com/hubfs/INV/Methodology/Controversies%20Research%20Methodology.pdf)

  Other key factors are the exclusion of companies that violate the UN Global Compact.

**What is the asset allocation planned for this financial product?**

**Asset allocation** describes the share of investments in specific assets.

Taxonomy-aligned activities are expressed as a share of:
- **Turnover** reflecting the share of revenue from green activities of investee companies
- **Capital expenditure** (CapEx) showing the green investments made by investee companies, e.g. for a transition to a green economy
- **Operational expenditure** (OpEx) reflecting green operational activities of investee companies.




**#1 Aligned with E/S characteristics** includes the investments of the financial product used to attain the environmental or social characteristics promoted by the financial product. The minimum share of these investments is 51%.

**#2 Other** includes the remaining investments of the financial product which are neither aligned with the environmental or social characteristics, nor are qualified as sustainable investments.

Category **#1 Aligned with environmental or social characteristics** includes the following sub-categories:

– The sub-category **#1 Sustainable investment** covers sustainable investments with environmental or social objectives. The minimum share of these investments is 0%.

The sub-category **#1B Other E/S characteristics** covers investments aligned with the environmental or social characteristics that do not qualify as sustainable investments.

- How does the use of derivatives attain the environmental or social characteristics promoted by the financial product?
  The sub-fund may use financial derivative instruments for investment and hedging purposes. Derivatives are not used to achieve the environmental or social characteristics promoted by the financial product.

**To what minimum extent are sustainable investments with an environmental objective aligned with the EU Taxonomy?**

The main objective of this sub-fund is to contribute to the pursuit of E/S characteristics. which is why this sub-fund does not currently undertake to invest a minimum proportion of its total assets in environmentally sustainable economic activities in accordance with Article 3 of the EU Taxonomy Regulation (2020/852). This also applies to information on investments in economic activities that are classified as enabling or transitional activities under Article 16 or 10(2) of the EU Taxonomy Regulation (2020/852).

To comply with the EU Taxonomy, the criteria for **fossil gas** include limitations on emissions and switching to renewable power or low-carbon fuels by the end of 2035. The criteria for **nuclear energy** include comprehensive safety and waste management regulations.

**Enabling activities** directly enable other activities to make a substantial contribution to an environmental objective.

**Transitional activities** are activities for which low-carbon alternatives are not yet available and among others have greenhouse gas emission levels corresponding to the best performance.

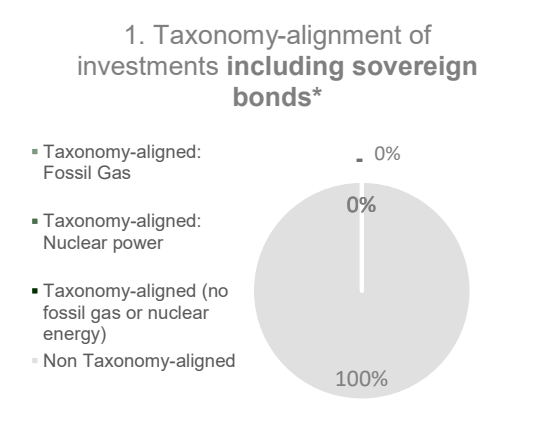
**Does the financial product invest in fossil gas and/or nuclear energy[§§] related activities that comply with the EU Taxonomy?**

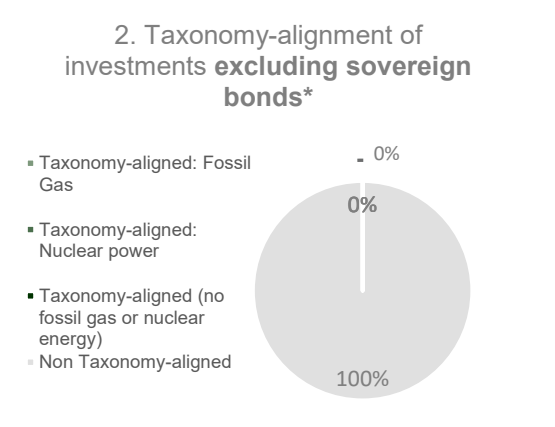
☐ Yes

☐ In fossil gas ☐ In nuclear power

☒ No

The two graphs below show in green the minimum percentage of investments that are aligned with the EU Taxonomy. As there is no appropriate methodology to determine the taxonomy-alignment of sovereign bonds*, the first graph shows the Taxonomy alignment in relation to all the investments of the financial product including sovereign bonds, while the second graph shows the Taxonomy alignment only in relation to the investments of the financial product other than sovereign bonds.




[§§]Fossil gas and/or nuclear related activities will only comply with the EU Taxonomy where they contribute to limiting climate change ("climate change mitigation") and do not significantly harm any EU Taxonomy objectives - see explanatory note in the left hand margin. The full criteria for fossil gas and nuclear energy economic activities that comply with the EU Taxonomy are laid down in Commission Delegated Regulation (EU) 2022/1214.

This graph represents x% of the total investments. The investment policy does not specify the extent of investments in government bonds in the fund, meaning that this may be subject to change. It is not possible to determine the share of total investments, as this can vary from 51 to 100%.

| | | | |
|---|---|---|---|
| Taxonomy-aligned: Fossil Gas | 0% | Taxonomy-aligned: Fossil Gas | 0% |
| Taxonomy-aligned: Nuclear Energy | 0% | Taxonomy-aligned: Nuclear Energy | 0% |
| Taxonomy-aligned (no fossil gas or nuclear energy): | 0% | Taxonomy-aligned (no fossil gas or nuclear energy): | 0% |
| Other investments: | 100% | Other investments: | 100% |

*For the purpose of these graphs, “sovereign bonds” consist of all sovereign exposures.

- What is the minimum share of investments in transitional and enabling activities?
  Transitional activities: 0%
  Enabling activities: 0%

are sustainable investments with an environmental objective that **do not take into account the criteria** for environmentally sustainable economic activities under the EU Taxonomy.

**What is the minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy?**

E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy is 0%

**What is the minimum share of socially sustainable investments?**

E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The minimum share of socially sustainable investments is 0%

**What investments are included under “#2 Other”, what is their purpose and are there any minimum environmental or social safeguards?**

This includes hedging instruments, investments for diversification purposes, investments for which no data is available and cash. The sustainability indicators used to measure the achievement of the individual E/S characteristics in “#1 Investments geared towards E/S characteristics” are not systematically applied in “#2 Other”.

Minimum social and environmental protection is available for investments where a UNGC audit is possible. This includes, for example, bonds, but not cash or derivatives.

**Is a specific index designated as a reference benchmark to determine whether this financial product is aligned with the environmental and/or social characteristics that it promotes?**

**Reference benchmarks** are indexes to measure whether the financial product attains the environmental or social characteristics that they promote.

☐ Yes,

☒ No

- How is the reference benchmark continuously aligned with each of the environmental or social characteristics promoted by the financial product?

  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- How is the alignment of the investment strategy with the methodology of the index ensured on a continuous basis?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- How does the designated index differ from a relevant broad market index?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- Where can the methodology used for the calculation of the designated index be found?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

## Where can I find more product specific information online?

**More product-specific information can be found on the website**: www.ethenea.com/esg_doc_mf

# MAINFIRST – GLOBAL EQUITIES FUND

*A Sub-Fund of MainFirst, SICAV*

## SPECIAL SECTION IV.A

This Special Section supplements the General Section with respect to the **MainFirst – Global Equities Fund** (the **Financial Product sub-fund**) sub-fund and should only be read in combination with the General Section.

## 1. OVERVIEW

| CLASSES | ISIN CODE | BASE CURRENCY | MINIMUM SUBSCRIPTION AND MINIMUM HOLDING AMOUNT | INITIAL ISSUE PRICE | PERFORMANCE FEE |
|---|---|---|---|---|---|
| A shares | LU0864709349 | EUR | None | EUR 100 | 15% |
| A1 shares | LU2115131794 | CHF | | CHF 100 | |
| A2 shares | LU1740030686 | USD | | USD 100 | |
| B shares | LU0864710354 | EUR | | EUR 100 | |
| B1 shares | LU2115131877 | CHF | | CHF 100 | |
| B2 shares | LU1740030769 | USD | | USD 100 | |
| C shares | LU0864710602 | EUR | EUR 500,000 | EUR 100 | |
| C1 shares | LU2115131950 | CHF | CHF 500,000 | CHF 100 | |
| C2 shares | LU1740030843 | USD | USD 500,000 | USD 100 | |
| D shares | LU0864711089 | EUR | EUR 500,000 | EUR 100 | |
| D1 shares | LU2115132099 | CHF | CHF 500,000 | CHF 100 | |
| D2 shares | LU1740030926 | USD | USD 500,000 | USD 100 | |
| R Shares* | LU1004824790 | EUR | None | EUR 100 | |

| CLASSES | ISIN CODE | BASE CURRENCY | MINIMUM SUBSCRIPTION AND MINIMUM HOLDING AMOUNT | INITIAL ISSUE PRICE | PERFORMANCE FEE |
|---|---|---|---|---|---|
| R1 Shares* | LU2115132255 | CHF | None | CHF 100 | 15% |
| R2 Shares* | LU2115132172 | USD | | USD 100 | |
| X1 Shares* | LU2115132503 | CHF | | CHF 100 | |
| X2 Shares* | LU2115132412 | USD | | USD 100 | |
| W Shares | LU2115132339 | EUR | EUR 500,000 | EUR 100 | None |

| CLASSES | FRONT LOAD FEE | FLAT-RATE FEE*** | FRACTIONS | INVESTORS | DISTRIBUTION POLICY |
|---|---|---|---|---|---|
| A shares | up to 5% of the net asset value of the share | up to 2.00% of the net assets p.a. | up to 1/100th of a Share | Public transactions | Accumulating |
| A1 shares | | | | | |
| A2 shares | | | | | |
| B shares | | | | | Distributing** |
| B1 shares | | | | | |
| B2 shares | | | | | |
| C shares | | up to 1.40 % of the net assets p.a. | | Institutional investors | Accumulating |
| C1 shares | | | | | |
| C2 shares | | | | | |
| D shares | | | | | Distributing** |

| CLASSES | FRONT LOAD FEE | FLAT-RATE FEE*** | FRAC-TIONS | INVESTORS | DISTRIBUTION POLICY |
|---|---|---|---|---|---|
| D1 shares | up to 5% of the net asset value of the share | up to 1.40 % of the net assets p.a. | up to 1/100th of a Share | Institutional investors | Distributing** |
| D2 shares | | | | | |
| R Shares* | | up to 1.20 % of the net assets p.a. | | Public transactions | Accumulating |
| R1 Shares* | | | | | |
| R2 Shares* | | | | | |
| X1 Shares* | | | | | Distributing** |
| X2 Shares* | | | | | |
| W Shares | | up to 2.00% of the net assets p.a. | | Institutional investors | Accumulating |

*R Shares and X Shares are sold exclusively through distributors who provide financial services within the framework of independent advice or discretionary portfolio management, and who do not receive or pass on any portfolio commissions for this service. Nevertheless, the Company or the Management Company reserves the right to accept subscriptions by investors in Classes R and X.

**Distributions are made by resolution of the General Meeting and payments of interim dividends are made by resolution of the Board of Directors. The distribution dates are published in each case.

*** This overview is to be read in conjunction with the information on costs in the General Section (particularly section 12) and the Special Section (particularly section 7) on this sub-fund. The flat-rate fee includes the remuneration for the Management Company, the Investment Manager, distribution, UCI Administration and the Custodian Bank and amounts to at least EUR 20,000 p.a. per sub-fund. All information on remuneration is exclusive of any applicable value added tax.

## 2. INVESTMENT OBJECTIVES AND INVESTMENT POLICY

1. The sub-fund's investment target is to outperform the Benchmark (see "8. SPECIFIC INFORMATION ON THE BENCHMARK"). These investments in equities and other participation securities are made globally. Depending on the actual situation, the investment focus may be on large-cap companies or also on small and mid-caps.
2. The sub-fund above is an equity fund.
3. The sub-fund is actively managed. The composition of the portfolio is determined by the Investment Manager exclusively in accordance with the criteria defined in the investment objectives/policy, and is regularly reviewed and adjusted if necessary. The performance of the sub-fund is compared with the indices mentioned under point 8. The investment universe of the sub-fund is not limited to the components of these indices. As a result, the performance of the sub-fund may deviate significantly from the benchmark indices.

4. The equity component of the sub-fund's assets shall always be at least 51% (gross).

5. Up to 25% of the sub-fund's assets may be invested in: bonds, convertible bonds and warrant bonds whose warrants are issued on securities of companies worldwide that are denominated in a freely convertible currency. Notwithstanding the targeted risk diversification, the sub-fund's assets may temporarily be concentrated on certain countries and sectors.

6. When acquiring shares, the Fund has the option of acquiring eligible Chinese A Shares through the Shanghai and Shenzhen Hong Kong Stock Connect ("SHSC") programmes. The use of the SHSC programme serves as an additional investment opportunity for the Fund.

7. In derogation of item 17.4(e) of the investment restrictions of the General Section of the full prospectus, the sub-fund shall not acquire units in funds (UCITS and/or UCI), regardless of their legal form. The sub-fund is therefore **target-fund eligible** within the meaning of. Art. 41 (1) e) of the Law of 2010.

8. In general, investments in liquid assets are limited to 20% of the net sub-fund assets; however, if deemed appropriate on account of exceptionally unfavourable market conditions, the net sub-fund assets may be held in liquid assets in excess of this limit within the legally permissible limits and restrictions under tax law pursuant to Article 18 of the Articles of Association (short-term), thereby deviating from this investment limit on a short-term basis. In addition, the net sub-fund assets may, if deemed appropriate due to exceptionally unfavourable market conditions, deviate (in the short term) from the investment objectives (incl. references) or in the investment policy, provided that these limits are complied with, taking into account cash and cash equivalents.

9. In compliance with the strategy of the Investment Manager, sustainability risks are taken into account in the investment decision-making process for this sub-fund. To the extent that the sub-fund invests in corporate securities, only such securities may be acquired that apply good corporate governance practices and do not fall under the general exclusion criteria. Article 8 of Regulation (EU) 2019/2088 and Article 6 of Regulation (EU) 2020/852 (EU Taxonomy) apply to this sub-fund.

   **For more information in relation to the promotion of environmental and/or social characteristics and, where applicable, the sustainable investment objectives of the Fund Manager in accordance with Article 8 of Regulation (EU) 2019/2088 and Article 6 of Regulation (EU) 2020/852 (EU Taxonomy) for this sub-fund, please refer to Annex IV.B of the Sales Prospectus.**

   The performance of each unit class of the Sub-fund can be viewed on the website of the management company.

   Detailed information on the Management Company's responsible investment principles and the list of sustainability rating agencies used can be found at www.ethenea.com.

   The ESG principles underlying the investment process are described in Section 3 "GENERAL INVESTMENT OBJECTIVES, INVESTMENT POLICY AND RISKS" and on the Company's website www.ethenea.com.

10. The sub-fund will use securities financing transactions within the meaning of Regulation 2015/2365. In this context, reference is made to points 17.7 (t), 17.7 (u) (risk information) and 17.18 (b), 17.37 – 17.40 (general explanations and cost structure) of the General Section, which includes explanations of the cost structure and the specific risks associated with these transactions.

## 3. RISK PROFILE AND RISK MANAGEMENT PROCESS

**Risk profile**

1. The sub-fund is recommended for speculative investors who do not need the invested capital over the long term. Due to the composition of the net sub-fund assets, there is a high overall risk, also accompanied by high income potential. The risks can consist, in particular, of currency, credit rating and price risks as well as risks that result from changes to the market interest rate.

**Risk management**

2. The sub-fund will apply the relative Value-at-Risk method (VaR) to the benchmark MSCI World Net Total Return EUR Index (MSDEWIN INDEX) in order to determine the overall risk of its investments.
3. The **leverage** of the investments of the sub-fund possibly generated through the use of derivative financial instruments is not expected to exceed 200% of the nominal value of the portfolio's investments. However, this limit may be exceeded in individual cases. This limit is calculated from the total of all nominal values of the derivative financial instruments used by the sub-fund.

## 4. BASE CURRENCY OF THE SUB-FUND

The base currency of the sub-fund is the EUR.

If the currency of a Share Class differs from the base currency of the sub-fund, no currency hedging is pursued for this Share Class by hedging the exchange rate risk.

## 5. ISSUE, REDEMPTION AND CONVERSION OF SHARES

The procedural rules stipulated in the General Section shall apply.

As an exception to the procedure under point 6.7, the following rules apply:

The redemption price corresponds to the net asset value per Share on the corresponding valuation day. Payment shall in principle be made in Luxembourg no later than three (3) banking days after the day on which the net asset value applicable to the redemption has been determined.

## 6. INVESTMENT MANAGER

The Company and the Management Company have appointed SPSW Capital GmbH as Investment Manager for this sub-fund.

## 7. COSTS

**Remuneration of the Management Company, the UCI Administration, the Custodian Bank, the Investment Manager plus performance fee, and the Distributors**

*Flat-rate fee*

The sub-fund is charged a flat-rate fee in the amount stated under Section 1 of this sub-fund Annex. The flat-rate fee shall be paid to the Management Company. The Management Company pays the remuneration for the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors from this flat-rate fee. The flat-rate fee is calculated and paid pro rata monthly in arrears at the end of the month on the basis of the respective average net share class assets during a month.

The total amount of remuneration for the Management Company, the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors shall be up to 2.00% p.a. of the net sub-fund assets, depending on the Share Class, but at least EUR 20,000.00 p.a. per sub-fund. This compensation is subject to VAT.

The applicable rate of remuneration and the effective costs charged are stated in the annual and semi-annual reports.

*Performance fee*

The Investment Manager also receives, as an incentive, a performance fee of 15% of the net value increase per share of the sub-fund resulting from the ordinary business activity of the sub-fund. The performance fee is paid to the management company and calculated separately for the sub-fund using the following formula:

In the following explanation, “gross share value” means the net asset value per share without the delimitation of the performance fee contained in this net asset value. In other words, to compare the performances, the net asset value per share is used, taking into account all costs, without the performance fee contained therein.

The performance fee amounts to 15% of the positive difference between the percentage change in the so- the ordinary gross share value of the respective class and the benchmark (s. “8. SPECIFIC INFORMATION ON THE BENCHMARK”). The performance fee is calculated on the basis of the number of Shares currently in circulation in the respective Share Class. No performance fee is charged for Shares in the V and W Classes.

The daily return differential between the percentage change in the gross share value of the respective Class and the percentage-based performance of the benchmark is calculated as follows:

Return of the gross share value – return of the benchmark = return differential.

When calculating the performance fee, an additional mechanism is applied that includes that it can only be levied if the cumulative differential calculated using the above method has reached a new **high watermark** since the date of launching the sub-fund. The reference period of the high watermark extends over the entire lifespan of the respective unit classes of the sub-fund. The difference between the cumulative old (before withdrawal of the performance fee) and the new peak value is applied. The performance fee that is proportionally attributable and deferred to the share redemption at the time of an outperformance of the share class during the year is retained for these shares (“crystallisation”) and paid to the investment manager at the end of the accounting period. The performance fee of the respective share class is calculated on each valuation day by comparing the percentage change in the

share value plus the performance fee amount per share (gross share value) contained in the current share value and the percentage change in the benchmark based on the shares currently in circulation. The deferred total amount changes on the valuation days on which the daily return differential exceeds the high watermark. On the valuation days on which the daily return differential falls below the high watermark, the total amount accrued in the respective share class is released. The performance fee amount already crystallised on share redemptions during the year is retained even in the event of future negative performance.

A disbursable performance fee will be withdrawn from the sub-fund at the end of the financial year (accounting period; 1 January - 31 December of each year); corresponding provisions for the performance fee are made each time the net asset value of the sub-fund is calculated. These provisions are included in the net asset value. A further performance fee is only applicable if and when, at the end of the financial year, the previous high watermark determined for the payment of the remuneration is exceeded.

The calculation period for the performance fee is the financial year. The basis for the initial calculation of the performance fee is the sum of the subscription amounts received in the initial subscription period. After the initial subscription period, the performance fee is determined by comparing the percentage change in the share value plus the performance amount per share (gross share value) contained in the current share value and the percentage change in the benchmark and the applicable return differential.

Should the Company or the sub-fund be liquidated, the net asset value used is that applicable on the day on which the decision was made to dissolve the Company or the sub-fund.

The performance fee is calculated for unit certificate classes that differ from the sub-fund currency (e.g. sub-fund currency EUR, class currency CHF) in such a way that the performance of the unit value and the benchmark development are determined in the sub-fund currency. Exchange rate fluctuations therefore have no direct impact on the level of the performance fee in the sub-fund currency.

**Calculation example:**

**Calculation assumptions for end of accounting period 1:**

| | |
|---|---|
| Shares in circulation | 1000 |
| High watermark in EUR | 100 |
| Distribution per share in EUR | 1 |
| Net share value at the end of the accounting period in EUR | 112 |
| Accrued performance fee absolute previous day in EUR | 300 |
| Benchmark value at the beginning of the period | 10,000 |
| Benchmark value at the end of the period | 11,000 |
| Benchmark value indexed at the end of the period (based on high watermark in EUR) | 110 |
| Performance fee rate | 15% |

**Calculation for end of accounting period 1:**

(EUR 112 + (EUR 300/1,000) + EUR 1 – EUR 110) x 1,000 x 15% = EUR 495

(Net share value plus (already accrued performance fee) plus distribution minus indexed benchmark value) multiplied by circulating units multiplied by performance fee rate

At the end of accounting period 1, a performance fee of EUR 495 can be paid out, as the gross share value (net share value + already accrued performance fee) including distribution of EUR 113.30 exceeds the indexed benchmark of 110.

**Calculation assumptions for end of accounting period 2:**

| | |
|---|---|
| Shares in circulation at start | 1,000 |
| Shares in circulation at end | 800 |
| High watermark in EUR | 112 |
| Distribution per share in EUR | 0 |
| Net share value at the end of the accounting period in EUR | 116.50 |
| Accrued performance fee absolute previous day in EUR | 0 |
| Benchmark value at the beginning of the period | 11,000 |
| Benchmark value at the end of the period | 11,500 |
| Benchmark value indexed at the end of the period (based on high watermark) in EUR | 117.09 |
| Performance fee rate | 15% |

**Calculation of the crystallisation amount at the time of return**

Assumption: Gross share value EUR 115, indexed benchmark EUR 114, redeemed shares 200

(EUR 115 – EUR 114) x 200 x 15% = EUR 30

(Gross share value minus indexed benchmark) multiplied by return multiplied by performance fee rate

An amount of EUR 30 can be crystallised at the time the share certificates are returned, as the gross share value exceeds the indexed benchmark. Regardless of the further performance of the share class, this amount is paid out at the end of the accounting period.

**Calculation for end of accounting period 2:**

(EUR 116.50 + (EUR 0/800) + EUR 0 – EUR 117.09) x 800 x 15% < EUR 0 = no performance fee

(Net share value plus (already accrued performance fee) plus distribution minus indexed benchmark value) multiplied by circulating shares multiplied by performance fee rate

At the end of accounting period 2, no performance fee can be paid out, as the gross share value (net share value + already accrued performance fee) of EUR 116.50 does not exceed the indexed benchmark of EUR 117.09.

At the end of the accounting period, a performance fee is paid in the amount of the crystallisation amount of EUR 30. The performance payout only affects those shareholders who have sold during the year at a gross share price that was higher than the indexed benchmark value.

## 8. SPECIFIC INFORMATION ON THE BENCHMARK

The different Share Classes of the sub-fund use the following benchmark, although an active investment approach is not limited to target investments included in a benchmark and the portfolio composition may differ significantly from the benchmark:

- **MSCI World Net Total Return EUR Index (MSDEWIN Index)**

The administrator of these benchmarks is MSCI Inc., New York, USA (“MSCI”). MSCI is registered as administrator with the Financial Conduct Authority in the United Kingdom (“FCA”) within the meaning of Regulation (EU) 2016/1011 with MSCI Limited.

The Management Company has established a different benchmark in a robust written plan if the benchmark ceases to exist or changes significantly. The latest version of this robust written plan can be downloaded from www.ethenea.com or obtained free of charge from the Management Company.

## 9. TERM OF THE SUB-FUND

The sub-fund has been launched for an unspecified period of time.

## SPECIAL SECTION IV.B

As of 1 January 2026

**Pre-contractual disclosure for the financial products referred to in Article 8, paragraphs 1, 2 and 2a, of Regulation (EU) 2019/2088 and Article 6, first paragraph, of Regulation (EU) 2020/852**

**Sustainable investment** means an investment in an economic activity that contributes to an environmental or social objective, provided that the investment does not significantly harm any environmental or social objective and that the investee companies follow good governance practices.

**Product name:** MAINFIRST – GLOBAL EQUITIES FUND

**Legal entity identifier:** 529900IF1NEH8Z5TVR58

# Environmental and/or social characteristics

| Does this financial product have a sustainable investment objective? | |
|---|---|
| ☐ **Yes** | ☒ **No** |
| ☐ It will make a minimum of **sustainable investments with an environmental objective**: %<br><br>☐ in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br><br>☐ in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy | ☐ It **promotes Environmental/Social (E/S) characteristics** and while it does not have as its objective a sustainable investment, it will have a minimum proportion of % of sustainable investments<br><br>☐ with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br><br>☐ with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy<br><br>☐ with a social objective |
| ☐ It will make a minimum of **sustainable investments with a social objective**: % | ☒ It promotes E/S characteristics, but will **not make any sustainable investments** |

The **EU Taxonomy** is a classification system laid down in Regulation (EU) 2020/852, establishing a list of **environmentally sustainable economic activities**. That Regulation does not lay down a list of socially sustainable economic activities. Sustainable investments with an environmental objective might be aligned with the Taxonomy or not.

## What environmental and/or social characteristics are promoted by this financial product?

The sub-fund promotes the following E/S characteristics:

- climate change mitigation
- slowing of climate change
- protection of human rights
- protection of labour rights
- protection of health
- mitigation of gun violence
- mitigation of corruption
- avoidance of unethical business practices
- promotion of good corporate governance
- mitigation of child labour and forced labour

**Sustainability indicators** measure how the environmental or social characteristics promoted by the financial product are attained.

- What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?

  In order to fulfil the above-mentioned E/S characteristics, the product uses a combination of exclusion criteria and a scoring-based approach.

  The themes of “mitigating environmental damage” and “slowing climate change” are taken into account through the following exclusions:

  - exclusion of companies that violate Environmental Principles 7 to 9 of the UN Global Compact
  - nuclear engagement as measured by share of revenue: Production >5%, support products/services >5% and distribution >25% are excluded
  - thermal coal engagement as measured by share of revenue: Extraction >5% and electricity generation >10% are excluded
  - oil sands engagement as measured by share of revenue: extraction >5% is excluded
  - shale gas engagement as measured by share of revenue: extraction >5% is excluded
  - oil and gas engagement as measured by share of revenue: Production >5%, generation 10% and support products/services >25% are excluded

- Production of single-use plastic: The 100 largest producers of single-use plastic are excluded

- Genetically modified plants and seeds Engagement measured by share of revenue: Development >10% and cultivation >10% are excluded

- Observance of the defined PAIs 1,2,3,4,10,14 (see paragraph on adverse impacts on sustainability factors).

The topics “protection of human rights, labour rights, health”, “mitigation of gun violence”, “mitigation of corruption”, “avoidance of unethical business practices”, “promotion of good corporate governance” and “mitigation of child labour and forced labour” are taken into account through the following exclusions:

- exclusion of companies that violate Principles 1, 2, 3, 4, 5, 6 and 10 of the UN Global Compact

- military engagement as measured by share of revenue: armaments >5%, armament-related products and/ or services >5% and non-armament-related products and/ or services >5% are excluded

- small arms engagement as measured by share of revenue: Non-military customers (offensive weapons) >5%, civilian customers (non-offensive weapons) >5%, key components >5% and military/law enforcement customers >5% are excluded

- controversial weapons are excluded

- The largest sugar producers are excluded

- adult entertainment as measured by share of revenue: production >10% and distribution >10% are excluded

- tobacco engagement as measured by share of revenue: Production >5%, sale >5% and related products/services >5% are excluded.

The exclusions listed are supplemented by a scoring-based approach.

The internal ESG assessment model is used to assess the ESG risks that are relevant for the individual companies and to evaluate the active management of ESG risks within the companies. This model uses analyses from an external rating agency and a points system consisting of risk premiums and bonus factors to determine an ESG score.

An internal ESG analysis is prepared for all securities not covered by an external rating agency.

The objective is for the sub-fund's average ESG score to surpass the score of the benchmark, the MSCI World net Total Return EUR Index (MSDEWIN INDEX).

Each company is also continuously monitored for controversies with negative environmental, social and governance (ESG) impacts. Level 1: Low, Level 2: Moderate, Level 3: Significant, Level 4: High, Level 5: Severe. Investments in companies with Level 5 controversies are excluded.

- What are the objectives of the sustainable investments that the financial product partially intends to make and how does the sustainable investment contribute to such objectives?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

- How do the sustainable investments that the financial product partially intends to make, not cause significant harm to any environmental or social sustainable investment objective?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

  - How were the indicators for adverse impacts on sustainability factors taken into account?
    E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

  - How are the sustainable investments aligned with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights?
    E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

**Principal adverse impacts** are the most significant negative impacts of investment decisions on sustainability factors relating to environmental, social and employee matters, respect for human rights, anticorruption and antibribery matters.

The EU Taxonomy sets out a "do no significant harm" principle by which Taxonomy-aligned investments should not significantly harm EU Taxonomy objectives and is accompanied by specific EU criteria.

The "do no significant harm" principle applies only to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining portion of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Any other sustainable investments must also not significantly harm any environmental or social objectives.

**Does this financial product consider principal adverse impacts on sustainability factors?**

☒ Yes, in the sub-fund, the principal adverse impacts of investment decisions on sustainability factors set out in Annex 1 of Table I of Regulation (EU) 2022/1288 of the European Parliament and of the Council of 6 April 2022 are taken into account in the context of Article 7 of Regulation (EU) 2019/2088.

The following adverse impacts on sustainability factors are taken into account in the investment process:

- No. 1 “Greenhouse gas emissions” (Scope 1, Scope 2, Scope 3, Total)

- No. 2 “Carbon footprint”

- No. 3 “Greenhouse gas intensity”

- No. 4 “Participation in fossil fuel companies”

- No. 10 “Violations of the Principles of the UN Global Compact and the OECD Guidelines for Multinational Enterprises”

- No. 14 “Exposure to controversial weapons (anti-personnel mines, cluster munitions, chemical weapons and biological weapons)

The portfolio managers use the analyses of an external rating agency and, when needed, public documents of the companies and notes from direct dialogues with the company management to identify, measure and evaluate adverse sustainability impacts. The adverse sustainability impacts can then be subjected to comprehensive analysis and taken into account in investment decisions.

☐ No,

**What investment strategy does this financial product follow?**

The investment objective of the MainFirst - Global Equities Fund is to consistently outperform the MSCI World Net Total Return EUR Index. Accordingly, the sub-fund invests in listed equities on a global basis. The theme-based approach focuses on structurally growing investment themes such as digitalisation, automation and decarbonisation. Companies with structural growth are preferred in the selection process. The investment focus may be on large, mid and small caps. The selection is made after comprehensive company analyses (bottom-up). Derivatives may also be used.

Exclusion criteria are applied prior to security selection in order to achieve the sustainability characteristics: mitigation of environmental damage, slowing of climate change, protection of human rights, protection of labour rights, protection of health, mitigation of armed violence, mitigation of corruption, avoidance of unethical business practices, promotion of good corporate governance, mitigation of child and forced labour.

To further assess a claim to sustainability, the internal scoring model is used on a supplementary basis, and the objective is to ensure that the sub-fund's average ESG score is better than that of its benchmark, the MSCI World Net Total Return EUR Index (MSDEWIN INDEX). Weighting and selection of securities must be adjusted accordingly in the event of non-compliance.
The defined PAIs are also taken into account.

The **investment strategy guides** investment decisions based on factors such as investment objectives and risk tolerance.

- What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?
  The application and consideration of the following key elements are necessary to ensure the fulfilment of the environmental and social objectives being promoted.

  The themes of “mitigating environmental damage” and “slowing climate change” are taken into account through the following exclusions:
  - Exclusion of companies that violate Environmental Principles 7 to 9 of the UN Global Compact
  - nuclear engagement as measured by share of revenue: Production >5%, support products/services >5% and distribution >25% are excluded
  - thermal coal engagement as measured by share of revenue: extraction >5% and electricity generation >10% are excluded
  - oil sands engagement as measured by share of revenue: extraction >5% is excluded
  - shale gas engagement as measured by share of revenue: extraction >5% is excluded
  - oil and gas engagement as measured by share of revenue: Production >5%, generation 10% and support products/services >25% are excluded
  - Production of single-use plastic: The 100 largest producers of single-use plastic are excluded
  - Genetically modified plants and seeds Engagement measured by share of revenue: Development >10% and cultivation >10% are excluded
  - Observance of the defined PAIs 1,2,3,4,10,14 (see paragraph on adverse impacts on sustainability factors).

  The topics “protection of human rights, labour rights, health”, “mitigation of gun violence”, “mitigation of corruption”, “avoidance of unethical business practices”, “promotion of good corporate governance” and “mitigation of child labour and forced labour” are taken into account through the following exclusions:
  - exclusion of companies that violate Principles 1, 2, 3, 4, 5, 6 and 10 of the UN Global Compact
  - military engagement as measured by share of revenue: Weapons > 5%, armament-related products and/or services >5% and non-armament-related products and/or services >5% are excluded
  - small arms engagement as measured by share of revenue: Non-military customers (offensive weapons) >5%, civilian customers (non-offensive weapons)

>5%, key components >5% and military/law enforcement customers >5% are excluded
- controversial weapons are excluded
- The largest sugar producers are excluded
- adult entertainment as measured by share of revenue: Production >10% and distribution >10% are excluded
- tobacco engagement as measured by share of revenue: production >5%, sale >5% and related products/services >5% are excluded

The exclusions listed are supplemented by a scoring-based approach.
The internal ESG assessment model is used to assess the ESG risks that are relevant for the individual companies and to evaluate the active management of ESG risks within the companies. This model uses analyses from an external rating agency and a points system consisting of risk premiums and bonus factors to determine an ESG score.

An internal ESG analysis is prepared for all securities not covered by an external rating agency. The objective is for the sub-fund's average ESG score to surpass the score of the benchmark, the MSCI World Net Total Return EUR Index (MSDEWIN INDEX).

Each company is also continuously monitored for controversies with negative environmental, social and governance (ESG) impacts. Level 1: Low, Level 2: Moderate, Level 3: Significant, Level 4: High, Level 5: Severe. Investments in companies with Level 5 controversies are excluded.

- What is the committed minimum rate to reduce the scope of the investments considered prior to the application of that investment strategy?
  The sub-fund does not have a commitment to reduce the investment universe by a certain minimum rate.

- What is the policy to assess good governance practices of the investee companies?
  The incorporation of ESG scores means that corporate governance is included as a fundamental element. Indicators are used here to evaluate management as well as to assess corporate governance at events that have an impact on the environment and society.
  Companies are also subjected to a controversy review. This involves assessing the involvement of companies in incidents with negative environmental, social and governance (ESG) impacts.

**Good governance practices** include sound management structures, employee relations, remuneration of staff and tax compliance.

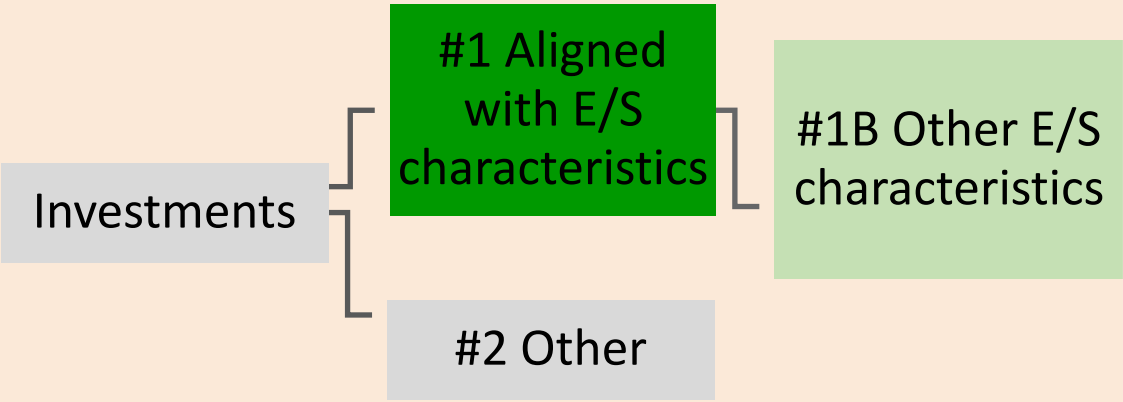
Other key factors are the exclusion of companies that violate the UN Global Compact and the exercise of voting rights based on our principles and strategy for exercising voting rights. Our voting rights policy can be found at www.ethenea.com/esg.

**What is the asset allocation planned for this financial product?**

**Asset allocation** describes the share of investments in specific assets.

Taxonomy-aligned activities are expressed as a share of:

- **Turnover** reflecting the share of revenue from green activities of investee companies
- **Capital expenditure** (CapEx) showing the green investments made by investee companies, e.g. for a transition to a green economy
- **Operational expenditure** (OpEx) reflecting green operational activities of investee companies.




**#1 Aligned with E/S characteristics** includes the investments of the financial product used to attain the environmental or social characteristics promoted by the financial product. The minimum share of these investments is 51%.

**#2 Other** includes the remaining investments of the financial product which are neither aligned with the environmental or social characteristics, nor are qualified as sustainable investments.

Category **#1 Aligned with environmental or social characteristics** includes the following sub-categories:

– The sub-category **#1 Sustainable investment** covers sustainable investments with environmental or social objectives. The minimum share of these investments is 0%.

The sub-category **#1B Other E/S characteristics** covers investments aligned with the environmental or social characteristics that do not qualify as sustainable investments.

- How does the use of derivatives attain the environmental or social characteristics promoted by the financial product?
  The sub-fund may use financial derivative instruments for investment and hedging purposes. Derivatives are not used to achieve the environmental or social characteristics promoted by the financial product.

**To what minimum extent are sustainable investments with an environmental objective aligned with the EU Taxonomy?**

The main objective of this sub-fund is to contribute to the pursuit of E/S characteristics. which is why this sub-fund does not currently undertake to invest a minimum proportion of its total assets in environmentally sustainable economic activities in accordance with Article 3 of the EU Taxonomy Regulation (2020/852). This also applies to information on investments in economic activities that are classified as enabling or transitional activities under Article 16 or 10(2) of the EU Taxonomy Regulation (2020/852).

To comply with the EU Taxonomy, the criteria for **fossil gas** include limitations on emissions and switching to renewable power or low-carbon fuels by the end of 2035. The criteria for **nuclear energy** include comprehensive safety and waste management regulations.

**Enabling activities** directly enable other activities to make a substantial contribution to an environmental objective.

**Transitional activities** are activities for which low-carbon alternatives are not yet available and among others have greenhouse gas emission levels corresponding to the best performance.

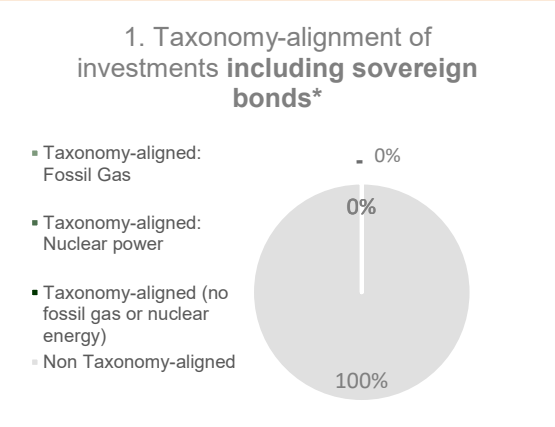
**Does the financial product invest in fossil gas and/or nuclear energy*** related activities that comply with the EU Taxonomy?**

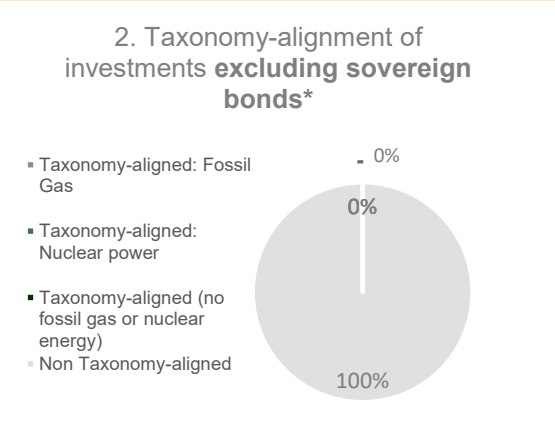
☐ Yes

☐ In fossil gas ☐ In nuclear power

☒ No

The two graphs below show in green the minimum percentage of investments that are aligned with the EU Taxonomy. As there is no appropriate methodology to determine the taxonomy-alignment of sovereign bonds*, the first graph shows the Taxonomy alignment in relation to all the investments of the financial product including sovereign bonds, while the second graph shows the Taxonomy alignment only in relation to the investments of the financial product other than sovereign bonds.




***Fossil gas and/or nuclear related activities will only comply with the EU Taxonomy where they contribute to limiting climate change ("climate change mitigation") and do not significantly harm any EU Taxonomy objectives - see explanatory note in the left hand margin. The full criteria for fossil gas and nuclear energy economic activities that comply with the EU Taxonomy are laid down in Commission Delegated Regulation (EU) 2022/1214.

This graph represents x% of the total investments. The investment policy does not specify the extent of investments in government bonds in the fund, meaning that this may be subject to change. It is not possible to determine the share of total investments, as this can vary from 51 to 100%.

| | | | |
|---|---|---|---|
| Taxonomy-aligned: Fossil Gas | 0% | Taxonomy-aligned: Fossil Gas | 0% |
| Taxonomy-aligned: Nuclear Energy | 0% | Taxonomy-aligned: Nuclear Energy | 0% |
| Taxonomy-aligned (no fossil gas or nuclear energy): | 0% | Taxonomy-aligned (no fossil gas or nuclear energy): | 0% |
| Other investments: | 100% | Other investments: | 100% |

*For the purpose of these graphs, “sovereign bonds” consist of all sovereign exposures.

- What is the minimum share of investments in transitional and enabling activities?
  Transitional activities: 0%
  Enabling activities: 0%

**What is the minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy?**

E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy is 0%.

are sustainable investments with an environmental objective that **do not take into account the criteria** for environmentally sustainable economic activities under the EU Taxonomy.

**What is the minimum share of socially sustainable investments?**

E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The minimum share of socially sustainable investments is 0%

**What investments are included under "#2 Other", what is their purpose and are there any minimum environmental or social safeguards?**

This includes hedging instruments, investments for diversification purposes, investments for which no data is available and cash. The sustainability indicators used to measure the achievement of the individual E/S characteristics in "#1 Investments geared towards E/S characteristics" are not systematically applied in "#2 Other".

Minimum social and environmental protection is available for investments where a UNGC audit is possible. This includes, for example, shares, but not cash or derivatives.

**Is a specific index designated as a reference benchmark to determine whether this financial product is aligned with the environmental and/or social characteristics that it promotes?**

**Reference benchmarks** are indexes to measure whether the financial product attains the environmental or social characteristics that they promote.

☐ Yes,

☒ No

- How is the reference benchmark continuously aligned with each of the environmental or social characteristics promoted by the financial product?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- How is the alignment of the investment strategy with the methodology of the index ensured on a continuous basis?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- How does the designated index differ from a relevant broad market index?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- Where can the methodology used for the calculation of the designated index be found?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

**Where can I find more product specific information online?**

**More product-specific information can be found on the website**: www.eth-enea.com/esg_doc_mf

# MAINFIRST – ABSOLUTE RETURN MULTI ASSET

*A Sub-Fund of MainFirst, SICAV*

## SPECIAL SECTION V.A

This Special Section supplements the General Section with respect to the **MainFirst – Absolute Return Multi Asset** (the **Financial Product sub-fund**) sub-fund and should only be read in combination with the General Section.

## 1. OVERVIEW

| CLASSES | ISIN CODE | BASE CURRENCY | MINIMUM SUBSCRIPTION AND MINIMUM HOLDING AMOUNT | INITIAL ISSUE PRICE | PERFORMANCE FEE |
|---|---|---|---|---|---|
| A shares | LU0864714000 | EUR | None | EUR 100 | 15% |
| A1 shares | LU1740031064 | CHF | | CHF 100 | |
| A2 shares | LU2115133816 | USD | | USD 100 | |
| B shares | LU0864714422 | EUR | | EUR 100 | |
| B1 shares | LU1740031148 | CHF | | CHF 100 | |
| B2 shares | LU2115133907 | USD | | USD 100 | |
| C shares | LU0864714935 | EUR | EUR 500,000 | EUR 100 | |
| C1 shares | LU1740031221 | CHF | CHF 500,000 | CHF 100 | |
| C2 shares | LU2115134038 | USD | USD 500,000 | USD 100 | |
| D shares | LU0864715312 | EUR | EUR 500,000 | EUR 100 | |
| D1 shares | LU1740031494 | CHF | CHF 500,000 | CHF 100 | |
| D2 shares | LU2115134111 | USD | USD 500,000 | USD 100 | |

| CLASSES | ISIN CODE | BASE CURRENCY | MINIMUM SUBSCRIPTION AND MINIMUM HOLDING AMOUNT | INITIAL ISSUE PRICE | PERFORMANCE FEE |
|---|---|---|---|---|---|
| R Shares* | LU1004824956 | EUR | None | EUR 100 | 15% |
| R1 Shares* | LU2115134384 | CHF | | CHF 100 | |
| R2 Shares* | LU2115134202 | USD | | USD 100 | |
| X Shares* | LU1004825508 | EUR | | EUR 100 | |
| X1 Shares* | LU2115134624 | CHF | | CHF 100 | |
| X2 Shares* | LU2115134541 | USD | | USD 100 | |
| W Shares | LU2115134467 | EUR | EUR 500,000 | EUR 100 | None |

| CLASSES | FRONT LOAD FEE | FLAT-RATE FEE*** | FRACTIONS | INVESTORS | DISTRIBUTION POLICY |
|---|---|---|---|---|---|
| A shares | up to 5% of the net asset value of the share | up to 1.70% of the net assets p.a. | up to 1/100th of a Share | Public transactions | Accumulating |
| A1 shares | | | | | |
| A2 shares | | | | | |
| B shares | | | | | Distributing** |
| B1 shares | | | | | |
| B2 shares | | | | | |
| C shares | | up to 1.20 % of the net assets p.a. | | Institutional investors | Accumulating |
| C1 shares | | | | | |

| CLASSES | FRONT LOAD FEE | FLAT-RATE FEE*** | FRAC-TIONS | INVESTORS | DISTRIBUTION POLICY |
|---|---|---|---|---|---|
| C2 shares | up to 5% of the net asset value of the share | up to 1.20 % of the net assets p.a. | up to 1/100th of a Share | Institutional in-vestors | Accumulating |
| D shares | | | | | Distributing** |
| D1 shares | | | | | |
| D2 shares | | | | | |
| R Shares* | | | | Public transac-tions | Accumulating |
| R1 Shares* | | | | | |
| R2 Shares* | | | | | |
| X Shares* | | | | | Distributing** |
| X1 Shares* | | | | | |
| X2 Shares* | | | | | |
| W Shares | | up to 2.00% of the net assets p.a. | | Institutional in-vestors | Accumulating |

*R Shares and X Shares are sold exclusively through distributors who provide financial services within the framework of independent advice or discretionary portfolio management, and who do not receive or pass on any portfolio commissions for this service. Nevertheless, the Company or the Management Company reserves the right to accept subscriptions by investors in Classes R and X.

**Distributions are made by resolution of the General Meeting and payments of interim dividends are made by resolution of the Board of Directors. The distribution dates are published in each case.

*** This overview is to be read in conjunction with the information on costs in the General Section (particularly section 12) and the Special Section (particularly section 7) on this sub-fund. The flat-rate fee includes the remuneration for the Management Company, the Investment Manager, distribution, UCI Administration and the Custodian Bank and amounts to at least EUR 20,000 p.a. per sub-fund. All information on remuneration is exclusive of any applicable value added tax.

## 2. INVESTMENT OBJECTIVES AND INVESTMENT POLICY

1. Das The sub-fund's investment strategy aims to generate a positive investment result of more than 5% p.a. over the long term (the **benchmark**).
2. The above sub-fund is a balanced fund.
3. The sub-fund is actively managed. The composition of the portfolio is determined by the Investment Manager exclusively in accordance with the criteria defined in the investment objectives/policy, and is

regularly reviewed and adjusted if necessary. The sub-fund is not managed against an index as a reference base.

4. Depending on the market situation and the assessment of the fund management, the sub-fund may invest in equities, bonds, money market instruments, certificates, other structured products (e.g. reverse convertible bonds, bonds with warrants, convertible bonds) target funds and fixed-term deposits. The certificates are certificates on legally permissible underlyings, e.g.: Equities, bonds, investment fund units, financial indices and currencies.

5. The equity component of the sub-fund's assets shall always be at least 25% (gross).

6. For interest-bearing securities, the issuer is selected at the Investment Manager's discretion and is not subject to a minimum rating from a ratings agency, with the result that bonds without ratings can also be acquired.

7. When acquiring shares, the Fund has the option of acquiring eligible Chinese A Shares through the Shanghai and Shenzhen Hong Kong Stock Connect ("SHSC") programmes. The use of the SHSC programme serves as an additional investment opportunity for the Fund.

8. In addition, as part of its investment policy, the sub-fund can invest up to 10% of the sub-fund's assets in fund units (UCITS and/or UCI), irrespective of their legal form, that are subject to supervision equivalent to the CSSF. The sub-fund is therefore **target-fund eligible** within the meaning of. Art. 41 (1) e) of the Law of 2010.

9. In general, investments in liquid assets are limited to 20% of the net sub-fund assets; however, if deemed appropriate on account of exceptionally unfavourable market conditions, the net sub-fund assets may be held in liquid assets in excess of this limit within the legally permissible limits and restrictions under tax law pursuant to Article 18 of the Articles of Association (short-term), thereby deviating from this investment limit on a short-term basis. In addition, the net sub-fund assets may, if deemed appropriate due to exceptionally unfavourable market conditions, deviate (in the short term) from the minimum limits specified in the investment objectives (incl. references) or in the investment policy, provided that these limits are complied with when cash and cash equivalents are included in the total.

10. In compliance with the strategy of the Investment Manager, sustainability risks are taken into account in the investment decision-making process for this sub-fund. To the extent that the sub-fund invests in corporate securities, only such securities may be acquired that apply good corporate governance practices and do not fall under the general exclusion criteria. Article 8 of Regulation (EU) 2019/2088 and Article 6 of Regulation (EU) 2020/852 (EU taxonomy) apply to this sub-fund.

    **For more information in relation to the promotion of environmental and/or social characteristics and, where applicable, the sustainable investment objectives of the Fund Manager in accordance with Article 8 of Regulation (EU) 2019/2088 and Article 6 of Regulation (EU) 2020/852 (EU Taxonomy) for this sub-fund, please refer to Annex V.B of the Sales Prospectus.**

    The performance of each unit class of the Sub-fund can be viewed on the website of the management company.

    Detailed information on the Management Company's responsible investment principles and the list of sustainability rating agencies used can be found at www.ethenea.com.

The ESG principles underlying the investment process are described in Section 3 “GENERAL INVESTMENT OBJECTIVES, INVESTMENT POLICY AND RISKS” and on the Company’s website www.ethenea.com.

11. The sub-fund will use securities financing transactions within the meaning of Regulation 2015/2365. In this context, reference is made to points 17.7 (t), 17.7 (u) (risk information) and 17.18 (b), 17.37 – 17.40 (general explanations and cost structure) of the General Section, which includes explanations of the cost structure and the specific risks associated with these transactions.

## 3. RISK PROFILE AND RISK MANAGEMENT PROCESS

**Risk profile**

1. The sub-fund is suitable for growth-oriented investors. Due to the composition of the net sub-fund assets, there is a high overall risk, also accompanied by high income potential. The risks can consist, in particular, of currency, credit rating and price risks as well as risks that result from changes to the market interest rate.

**Risk management**

2. The sub-fund shall use the commitment approach to calculate its total risk exposure. In this way, the Company shall ensure that the total risk associated with derivatives does not exceed the total net asset value of the sub-fund portfolio. This results in a possible total exposure of the sub-fund in the amount of up to 200% of its net assets.

## 4. BASE CURRENCY OF THE SUB-FUND

The base currency of the sub-fund is the EUR.

If the currency of a Share Class differs from the base currency of the sub-fund, no currency hedging is pursued for this Share Class by hedging the exchange rate risk.

## 5. ISSUE, REDEMPTION AND CONVERSION OF SHARES

The procedural rules stipulated in the General Section shall apply.

As an exception to the procedure under point 6.7, the following rules apply:

The redemption price corresponds to the net asset value per Share on the corresponding valuation day. Payment shall in principle be made in Luxembourg no later than three (3) banking days after the day on which the net asset value applicable to the redemption has been determined.

## 6. INVESTMENT MANAGER

The Company and the Management Company have appointed SPSW Capital GmbH as Investment Manager for this sub-fund.

## 7. COSTS

**Remuneration of the Management Company, the UCI Administration, the Custodian Bank, the Investment Manager plus performance fee, and the Distributors**

*Flat-rate fee*

The sub-fund is charged a flat-rate fee in the amount stated under Section 1 of this sub-fund Annex. The flat-rate fee shall be paid to the Management Company. The Management Company pays the remuneration for the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors from this flat-rate fee. The flat-rate fee is calculated and paid pro rata monthly in arrears at the end of the month on the basis of the respective average net share class assets during a month.

The total amount of remuneration for the Management Company, the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors shall be up to 2.00% p.a. of the net sub-fund assets, depending on the Share Class, but at least EUR 20,000.00 p.a. per sub-fund. This compensation is subject to VAT.

The applicable rate of remuneration and the effective costs charged are stated in the annual and semi-annual reports.

*Performance fee*

The Investment Manager also receives, as an incentive, a performance fee of 15% of the net value increase per share of the sub-fund resulting from the ordinary business activity of the sub-fund. The performance fee is paid to the management company and calculated separately for the sub-fund using the following formula:

In the following explanation, “gross share value” means the net asset value per share without the delimitation of the performance fee contained in this net asset value. In other words, to compare the performances, the net asset value per share is used, taking into account all costs, without the performance fee contained therein.

The performance fee amounts to 15% of the positive difference between the percentage change in the so-called gross share value of the respective class and benchmark (5% p.a.). The performance fee is calculated on the basis of the number of Shares currently in circulation in the respective Share Class. No performance fee is charged for Shares in the V and W Classes.

The daily return differential between the percentage change in the gross share value of the respective class and the percentage-based performance of the benchmark is calculated as follows:

Return of the gross share value – benchmark = return differential.

The reference value of 5% p.a. is thereby determined taking into account the compound interest effect under the Day Count Convention ACT/ACT with daily precision for the relevant consideration period.

When calculating the performance fee, an additional mechanism is applied that includes that it can only be levied if the cumulative differential calculated using the above method has reached a new **high watermark** since the date of launching the sub-fund. The reference period of the high watermark extends over the entire lifespan of the respective unit classes of the sub-fund. The difference between the cumulative old (before withdrawal of the performance fee) and the new peak value is applied. The performance fee that is proportionally attributable and deferred to the share redemption at the time of an outperformance of the share class during the year is retained for these shares (“crystallisation”) and paid to the investment manager at the end of the accounting period. The performance fee of the

respective share class is calculated on each valuation day by comparing the percentage change in the share value plus the performance fee amount per share (gross share value) contained in the current share value and the percentage change in the benchmark based on the shares currently in circulation. The deferred total amount changes on the valuation days on which the daily return differential exceeds the high watermark. On the valuation days on which the daily return differential falls below the high watermark, the total amount accrued in the respective share class is released. The performance fee amount already crystallised on share redemptions during the year is retained even in the event of future negative performance.

A disbursable performance fee will be withdrawn from the sub-fund at the end of the financial year (accounting period; 1 January - 31 December of each year); corresponding provisions for the performance fee are made each time the net asset value of the sub-fund is calculated. These provisions are included in the net asset value. A further performance fee is only applicable if and when, at the end of the financial year, the previous high watermark determined for the payment of the remuneration is exceeded.

The calculation period for the performance fee is the financial year. The basis for the initial calculation of the performance fee is the sum of the subscription amounts received in the initial subscription period. After the initial subscription period, the performance fee is determined by comparing the percentage change in the share value plus the performance amount per share (gross share value) contained in the current share value and the percentage change in the benchmark and the applicable return differential.

Should the Company or the sub-fund be liquidated, the net asset value used is that applicable on the day on which the decision was made to dissolve the Company or the sub-fund.

**Calculation example:**

**Calculation assumptions for end of accounting period 1:**

| | |
|---|---|
| Shares in circulation | 1000 |
| High watermark in EUR | 100 |
| Distribution per share in EUR | 1 |
| Net share value at the end of the accounting period in EUR | |
| before the last Performance Fee Delta booking | 112 |
| Accrued performance fee absolute previous day in EUR | 300 |
| Benchmark | 5% p.a. |
| Benchmark at end of period in EUR (based on the high watermark in EUR) | 105 |
| Performance fee rate | 15% |

**Calculation for end of accounting period 1:**

(EUR 112 + (EUR 300/1.000) + EUR 1 – EUR 105) x 1,000 x 15% = EUR 1,245

(Net share value plus (already accrued performance fee) plus distribution minus benchmark value in EUR) multiplied by circulating units multiplied by performance fee rate

At the end of accounting period 1, a performance fee of EUR 1,245 can be paid out, as the gross share value (net share value + already accrued performance fee) including distribution of EUR 113.30 exceeds the benchmark of EUR 105.

**Calculation assumptions for end of accounting period 2:**

| | |
|---|---|
| Shares in circulation at start | 1,000 |
| Shares in circulation at end | 800 |
| High watermark in EUR | 111.06 |
| Distribution per share in EUR | 0 |
| Net share value at the end of the accounting period in EUR | 116.50 |
| Accrued performance fee absolute previous day in EUR | 0 |
| Benchmark | 5% p.a. |
| Benchmark at end of period in EUR (based on the high watermark in EUR) | 116.61 |
| Performance fee rate | 15% |

**Calculation of the crystallisation amount at the time of return**

Assumption: Gross share value EUR 115, benchmark EUR 114, redeemed shares 200

(EUR 115 – EUR 114) x 200 x 15% = EUR 30

(Gross share value minus benchmark value) multiplied by return multiplied by performance fee rate

An amount of EUR 30 can be crystallised at the time the share certificates are returned, as the gross share value exceeds the benchmark value. Regardless of the further performance of the share class, this amount is paid out at the end of the accounting period.

**Calculation for end of accounting period 2:**

(EUR 116.50 + (EUR 0/800) + EUR 0 – EUR 116.61) x 800 x 15% < EUR 0 = no performance fee

(Net share value plus (already accrued performance fee) plus distribution minus benchmark value in EUR) multiplied by circulating units multiplied by performance fee rate

At the end of accounting period 2, no performance fee can be paid out, as the gross share value (net share value + already accrued performance fee) of EUR 116.50 does not exceed the benchmark value of EUR 116.61.

At the end of the accounting period, a performance fee is paid in the amount of the crystallisation amount of EUR 30. The performance payout only affects those shareholders who have sold during the year at a gross share price that was higher than the benchmark value.

## 8. TERM OF THE SUB-FUND

The sub-fund has been launched for an unspecified period of time.

## SPECIAL SECTION V.B

As of 1 January 2026

**Pre-contractual disclosure for the financial products referred to in Article 8, paragraphs 1, 2 and 2a, of Regulation (EU) 2019/2088 and Article 6, first paragraph, of Regulation (EU) 2020/852**

**Product name:** MAINFIRST – ABSOLUTE RETURN MULTI ASSET

**Legal entity identifier:** 529900IMFJDJKHORVL53

**Sustainable investment** means an investment in an economic activity that contributes to an environmental or social objective, provided that the investment does not significantly harm any environmental or social objective and that the investee companies follow good governance practices.

The **EU Taxonomy** is a classification system laid down in Regulation (EU) 2020/852, establishing a list of **environmentally sustainable economic activities**. That Regulation does not lay down a list of socially sustainable economic activities. Sustainable investments with an environmental objective might be aligned with the Taxonomy or not.

# Environmental and/or social characteristics

| **Does this financial product have a sustainable investment objective?** | |
|---|---|
| ☐ **Yes** | ☒ **No** |
| ☐ It will make a minimum of **sustainable investments with an environmental objective**: %<br>☐ in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br>☐ in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy | ☐ It **promotes Environmental/Social (E/S) characteristics** and while it does not have as its objective a sustainable investment, it will have a minimum proportion of % of sustainable investments<br>☐ with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br>☐ with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy<br>☐ with a social objective |
| ☐ It will make a minimum of **sustainable investments with a social objective**: % | ☒ It promotes E/S characteristics, but will **not make any sustainable investments** |

## What environmental and/or social characteristics are promoted by this financial product?

The sub-fund promotes the following E/S characteristics:

- climate change mitigation
- slowing of climate change
- protection of human rights
- protection of labour rights
- protection of health
- mitigation of gun violence
- mitigation of corruption
- avoidance of unethical business practices
- promotion of good corporate governance
- mitigation of child labour and forced labour

**Sustainability indicators** measure how the environmental or social characteristics promoted by the financial product are attained.

- What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?

In order to fulfil the above-mentioned E/S characteristics, the product uses a combination of exclusion criteria and a scoring-based approach.

The themes of “mitigating environmental damage” and “slowing climate change” are taken into account through the following exclusions:

- exclusion of companies that violate Environmental Principles 7 to 9 of the UN Global Compact
- countries that are not legally bound by the Paris Agreement
- nuclear engagement as measured by share of revenue: Production >5%, support products/services >5% and distribution >25% are excluded
- thermal coal engagement as measured by share of revenue: extraction >5% and electricity generation >10% are excluded
- oil sands engagement as measured by share of revenue: extraction >5% is excluded
- shale gas engagement as measured by share of revenue: extraction >5% is excluded
- oil and gas engagement as measured by share of revenue: Production >5%, generation 10% and support products/services >25% are excluded

- Production of single-use plastic: The 100 largest producers of single-use plastic are excluded

- Genetically modified plants and seeds Engagement measured by share of revenue: Development >10% and cultivation >10% are excluded

- Observance of the defined PAIs 1,2,3,4,10,14 (see paragraph on adverse impacts on sustainability factors).

The topics “protection of human rights, labour rights, health”, “mitigation of gun violence”, “mitigation of corruption”, “avoidance of unethical business practices”, “promotion of good corporate governance” and “mitigation of child labour and forced labour” are taken into account through the following exclusions:

- exclusion of companies that violate Principles 1, 2, 3, 4, 5, 6 and 10 of the UN Global Compact

- countries classified as “not free” according to the current Freedom House rankings

- countries that are not legally bound by the UN Convention on Biological Diversity (UN Biodiversity Convention)

- countries with a score below 35 on Transparency International’s current Corruption Perceptions Index

- countries that are not legally bound by the Nuclear Non-Proliferation Treaty

- military engagement as measured by share of revenue: Weapons > 5%, armament-related products and/or services >5% and non-armament-related products and/or services >5% are excluded

- small arms engagement as measured by share of revenue: Non-military customers (offensive weapons) >5%, civilian customers (non-offensive weapons) >5%, key components >5% and military/law enforcement customers >5% are excluded

- controversial weapons are excluded

- The largest sugar producers are excluded

- adult entertainment as measured by share of revenue: Production >10% and distribution >10% are excluded

- tobacco engagement as measured by share of revenue: production >5%, sale >5% and related products/services >5% are excluded

The exclusions listed are supplemented by a scoring-based approach.

The internal ESG assessment model is used to assess the ESG risks that are relevant for the individual companies and to evaluate the active management of ESG risks within the companies. This model uses analyses from an external rating agency and a points system consisting of risk premiums and bonus factors to determine an ESG score. An internal ESG analysis is prepared for all securities not covered by an external rating agency.

The objective is that the ESG score of the sub-fund's invested companies will, on average, demonstrate at least a medium (or better) ESG risk profile.

Each company is also continuously monitored for controversies with negative environmental, social and governance (ESG) impacts. Level 1: Low, Level 2: Moderate, Level 3: Significant, Level 4: High, Level 5: Severe. Investments in companies with Level 5 controversies are excluded.

- What are the objectives of the sustainable investments that the financial product partially intends to make and how does the sustainable investment contribute to such objectives?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

- How do the sustainable investments that the financial product partially intends to make, not cause significant harm to any environmental or social sustainable investment objective?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

  - How were the indicators for adverse impacts on sustainability factors taken into account?
    E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

  - How are the sustainable investments aligned with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights?
    E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

**Principal adverse impacts** are the most significant negative impacts of investment decisions on sustainability factors relating to environmental, social and employee matters, respect for human rights, anticorruption and antibribery matters.

The EU Taxonomy sets out a "do no significant harm" principle by which Taxonomy-aligned investments should not significantly harm EU Taxonomy objectives and is accompanied by specific EU criteria.

The "do no significant harm" principle applies only to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining portion of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Any other sustainable investments must also not significantly harm any environmental or social objectives.

**Does this financial product consider principal adverse impacts on sustainability factors?**

☒ Yes, in the sub-fund, the principal adverse impacts of investment decisions on sustainability factors set out in Annex 1 of Table I of Regulation (EU) 2022/1288 of the European Parliament and of the Council of 6 April 2022 are taken into account in the context of Article 7 of Regulation (EU) 2019/2088.

The following adverse impacts on sustainability factors are taken into account in the investment process:

- No. 1 “Greenhouse gas emissions” (Scope 1, Scope 2, Scope 3, Total)

- No. 2 “Carbon footprint”

- No. 3 “Greenhouse gas intensity”

- No. 4 “Participation in fossil fuel companies”

- No. 10 “Violations of the Principles of the UN Global Compact and the OECD Guidelines for Multinational Enterprises”

- No. 14 “Exposure to controversial weapons (anti-personnel mines, cluster munitions, chemical weapons and biological weapons)

The portfolio managers use the analyses of an external rating agency and, when needed, public documents of the companies and notes from direct dialogues with the company management to identify, measure and evaluate adverse sustainability impacts. The adverse sustainability impacts can then be subjected to comprehensive analysis and taken into account in investment decisions.

☐ No,

**What investment strategy does this financial product follow?**

The investment objective of the MainFirst - Absolute Return Multi Asset Fund is to achieve a return of at least 5 percent per year. The sub-fund uses a broadly diversified investment structure of equities, bonds, currencies and commodities on a global level. Up to 50% of the sub-fund’s assets may be invested in equities. The theme-based approach focuses on structurally growing investment themes such as digitalisation, automation and decarbonisation. Companies with structural growth are preferred in the selection process. The investment focus may be on large, mid and small caps. The selection is made after comprehensive company analyses (bottom-up). Derivatives may also be used.
Exclusion criteria are applied prior to security selection in order to achieve the sustainability characteristics: mitigation of environmental damage, slowing of climate change, protection of human rights, protection of labour rights, protection of health, mitigation of armed violence, mitigation of corruption, avoidance of unethical business practices, promotion of good corporate governance, mitigation of child and forced labour.
To further assess a claim to sustainability, the internal scoring model is used on a supplementary basis and the objective is to demonstrate at least a medium (or better) ESG

risk profile on average. Weighting and selection of securities must be adjusted accordingly in the event of non-compliance.
The defined PAIs are also taken into account.

The **investment strategy** guides investment decisions based on factors such as investment objectives and risk tolerance.

- What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?
  The application and consideration of the following key elements are necessary to ensure the fulfilment of the environmental and social objectives being promoted.

  The themes of “mitigating environmental damage” and “slowing climate change” are taken into account through the following exclusions:
  - Exclusion of companies that violate Environmental Principles 7 to 9 of the UN Global Compact
  - countries that are not legally bound by the Paris Agreement
  - nuclear engagement as measured by share of revenue: Production >5%, support products/services >5% and distribution >25% are excluded
  - thermal coal engagement as measured by share of revenue: extraction >5% and electricity generation >10% are excluded
  - oil sands engagement as measured by share of revenue: extraction >5% is excluded
  - shale gas engagement as measured by share of revenue: extraction >5% is excluded
  - oil and gas engagement as measured by share of revenue: Production >5%, generation 10% and support products/services >25% are excluded
  - Production of single-use plastic: The 100 largest producers of single-use plastic are excluded
  - Genetically modified plants and seeds Engagement measured by share of revenue: Development >10% and cultivation >10% are excluded
  - Observance of the defined PAIs 1,2,3,4,10,14 (see paragraph on adverse impacts on sustainability factors).

  The topics “protection of human rights, labour rights, health”, “mitigation of gun violence”, “mitigation of corruption”, “avoidance of unethical business practices”, “promotion of good corporate governance” and “mitigation of child labour and forced labour” are taken into account through the following exclusions:
  - exclusion of companies that violate Principles 1, 2, 3, 4, 5, 6 and 10 of the UN Global Compact
  - countries classified as “not free” according to the current Freedom House rankings
  - countries that are not legally bound by the UN Convention on Biological Diversity (UN Biodiversity Convention)
  - countries with a score below 35 on Transparency International’s current Corruption Perceptions Index
  - countries that are not legally bound by the Nuclear Non-Proliferation Treaty
  - military engagement as measured by share of revenue: Weapons > 5%, armament-related products and/or services >5% and non-armament-related products and/or services >5% are excluded
  - small arms engagement as measured by share of revenue: Non-military customers (offensive weapons) >5%, civilian customers (non-offensive weapons) >5%, key components >5% and military/law enforcement customers >5% are excluded

- controversial weapons are excluded
- The largest sugar producers are excluded
- adult entertainment as measured by share of revenue: Production >10% and distribution >10% are excluded
- tobacco engagement as measured by share of revenue: production >5%, sale >5% and related products/services >5% are excluded

The exclusions listed are supplemented by a scoring-based approach.
The internal ESG assessment model is used to assess the ESG risks that are relevant for the individual companies and to evaluate the active management of ESG risks within the companies. This model uses analyses from an external rating agency and a points system consisting of risk premiums and bonus factors to determine an ESG score. An internal ESG analysis is prepared for all securities not covered by an external rating agency.The objective is that the ESG score of the sub-fund's invested companies will, on average, demonstrate at least a medium (or better) ESG risk profile.Each company is also continuously monitored for controversies with negative environmental, social and governance (ESG) impacts. Level 1: Low, Level 2: Moderate, Level 3: Significant, Level 4: High, Level 5: Severe. Investments in companies with Level 5 controversies are excluded.

- What is the committed minimum rate to reduce the scope of the investments considered prior to the application of that investment strategy?
  The sub-fund does not have a commitment to reduce the investment universe by a certain minimum rate.

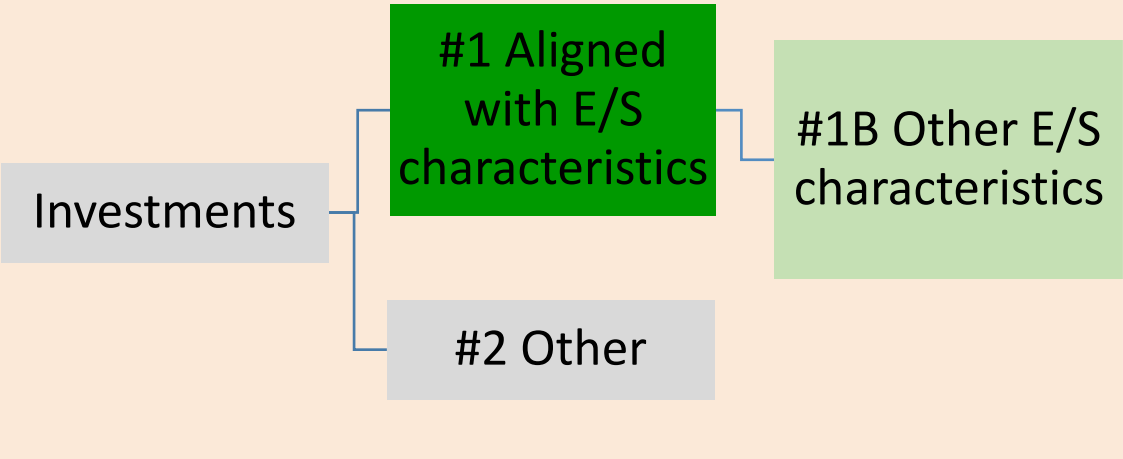
**Good governance practices** include sound management structures, employee relations, remuneration of staff and tax compliance.

- What is the policy to assess good governance practices of the investee companies?
  The incorporation of ESG scores means that corporate governance is included as a fundamental element. Indicators are used here to evaluate management as well as to assess corporate governance at events that have an impact on the environment and society.
  Companies are also subjected to a controversy review. This involves assessing the involvement of companies in incidents with negative environmental, social and governance (ESG) impacts.
  Other key factors are the exclusion of companies that violate the UN Global Compact and the exercise of voting rights based on our principles and strategy for exercising voting rights. Our voting rights policy can be found at www.ethenea.com/esg.

**What is the asset allocation planned for this financial product?**

**Asset allocation** describes the share of investments in specific assets.

Taxonomy-aligned activities are expressed as a share of:
- **Turnover** reflecting the share of revenue from green activities of investee companies
- **Capital expenditure** (CapEx) showing the green investments made by investee companies, e.g. for a transition to a green economy
- **Operational expenditure** (OpEx) reflecting green operational activities of investee companies.




**#1 Aligned with E/S characteristics** includes the investments of the financial product used to attain the environmental or social characteristics promoted by the financial product. The minimum share of these investments is 51%.

**#2 Other** includes the remaining investments of the financial product which are neither aligned with the environmental or social characteristics, nor are qualified as sustainable investments.

Category **#1 Aligned with environmental or social characteristics** includes the following sub-categories:

– The sub-category **#1 Sustainable investment** covers sustainable investments with environmental or social objectives. The minimum share of these investments is 0%.

The sub-category **#1B Other E/S characteristics** covers investments aligned with the environmental or social characteristics that do not qualify as sustainable investments.

- How does the use of derivatives attain the environmental or social characteristics promoted by the financial product?
  The sub-fund may use financial derivative instruments for investment and hedging purposes. Derivatives are not used to achieve the environmental or social characteristics promoted by the financial product.

**To what minimum extent are sustainable investments with an environmental objective aligned with the EU Taxonomy?**

The main objective of this sub-fund is to contribute to the pursuit of E/S characteristics. which is why this sub-fund does not currently undertake to invest a minimum proportion of its total assets in environmentally sustainable economic activities in accordance with Article 3 of the EU Taxonomy Regulation (2020/852). This also applies to information on investments in economic activities that are classified as enabling or transitional activities under Article 16 or 10(2) of the EU Taxonomy Regulation (2020/852).

To comply with the EU Taxonomy, the criteria for **fossil gas** include limitations on emissions and switching to renewable power or low-carbon fuels by the end of 2035. The criteria for **nuclear energy** include comprehensive safety and waste management regulations.

**Enabling activities** directly enable other activities to make a substantial contribution to an environmental objective.

**Transitional activities** are activities for which low-carbon alternatives are not yet available and among others have greenhouse gas emission levels corresponding to the best performance.

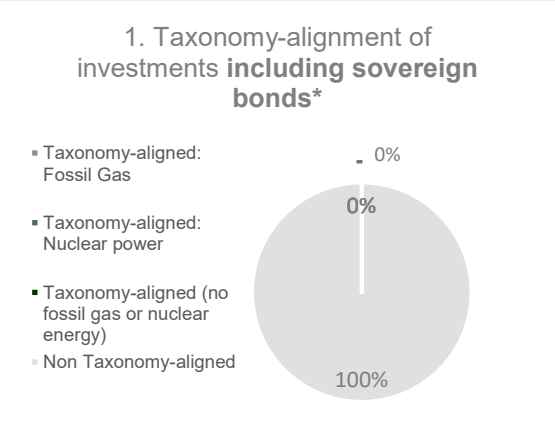
- **Does the financial product invest in fossil gas and/or nuclear energy[†††] related activities that comply with the EU Taxonomy?**

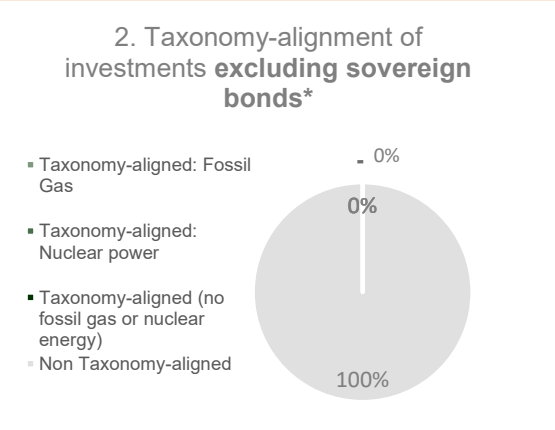
☐ Yes

☐ In fossil gas ☐ In nuclear power

☒ No

The two graphs below show in green the minimum percentage of investments that are aligned with the EU Taxonomy. As there is no appropriate methodology to determine the taxonomy-alignment of sovereign bonds*, the first graph shows the Taxonomy alignment in relation to all the investments of the financial product including sovereign bonds, while the second graph shows the Taxonomy alignment only in relation to the investments of the financial product other than sovereign bonds.




[†††]Fossil gas and/or nuclear related activities will only comply with the EU Taxonomy where they contribute to limiting climate change ("climate change mitigation") and do not significantly harm any EU Taxonomy objectives - see explanatory note in the left hand margin. The full criteria for fossil gas and nuclear energy economic activities that comply with the EU Taxonomy are laid down in Commission Delegated Regulation (EU) 2022/1214.

This graph represents x% of the total investments. The investment policy does not specify the extent of investments in government bonds in the fund, meaning that this may be subject to change. It is not possible to determine the share of total investments, as this can vary from 25 to 100%.

| | | | |
|---|---|---|---|
| Taxonomy-aligned: Fossil Gas | 0% | Taxonomy-aligned: Fossil Gas | 0% |
| Taxonomy-aligned: Nuclear Energy | 0% | Taxonomy-aligned: Nuclear Energy | 0% |
| Taxonomy-aligned (no fossil gas or nuclear energy): | 0% | Taxonomy-aligned (no fossil gas or nuclear energy): | 0% |
| Other investments: | 100% | Other investments: | 100% |

*For the purpose of these graphs, “sovereign bonds” consist of all sovereign exposures.

- What is the minimum share of investments in transitional and enabling activities?
  Transitional activities: 0%
  Enabling activities: 0%

**What is the minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy?**

E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy is 0%

are sustainable investments with an environmental objective that **do not take into account the criteria** for environmentally sustainable economic activities under the EU Taxonomy.

**What is the minimum share of socially sustainable investments?**

E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The minimum share of socially sustainable investments is 0%

**What investments are included under "#2 Other", what is their purpose and are there any minimum environmental or social safeguards?**

This includes hedging instruments, investments for diversification purposes, investments for which no data is available and cash. The sustainability indicators used to measure the achievement of the individual E/S characteristics in "#1 Investments geared towards E/S characteristics" are not systematically applied in "#2 Other".

Minimum social and environmental protection is available for investments where a UNGC audit is possible. This includes, for example, shares, but not cash or derivatives.

**Is a specific index designated as a reference benchmark to determine whether this financial product is aligned with the environmental and/or social characteristics that it promotes?**

**Reference benchmarks** are indexes to measure whether the financial product attains the environmental or social characteristics that they promote.

☐ Yes,

☒ No

- How is the reference benchmark continuously aligned with each of the environmental or social characteristics promoted by the financial product?

  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- How is the alignment of the investment strategy with the methodology of the index ensured on a continuous basis?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- How does the designated index differ from a relevant broad market index?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- Where can the methodology used for the calculation of the designated index be found?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

**Where can I find more product specific information online?**
**More product-specific information can be found on the website**: www.ethenea.com/esg_doc_mf

# MAINFIRST – GLOBAL DIVIDEND STARS

*A Sub-Fund of MainFirst, SICAV*

## SPECIAL SECTION VI.A

This Special Section supplements the General Section with respect to the **MainFirst- Global Dividend Stars** (the **Financial Product sub-fund**) sub-fund and should only be read in combination with the General Section.

## 1. OVERVIEW

| CLASSES | ISIN CODE | BASE CURRENCY | MINIMUM SUBSCRIPTION AND MINIMUM HOLDING AMOUNT | INITIAL ISSUE PRICE | PERFORMANCE FEE |
|---|---|---|---|---|---|
| A shares | LU1238901240 | EUR | None | EUR 100 | 15% |
| A1 shares | LU2115134970 | CHF | | CHF 100 | |
| A2 shares | LU2115134897 | USD | | USD 100 | |
| B shares | LU1238901323 | EUR | | EUR 100 | |
| B2 shares | LU2115135191 | USD | | USD 100 | |
| C1 shares | LU2115135357 | CHF | CHF 500,000 | CHF 100 | |
| C2 shares | LU2115135274 | USD | USD 500,000 | USD 100 | |
| D1 shares | LU2115135514 | CHF | CHF 500,000 | CHF 100 | |
| D2 shares | LU2115135431 | USD | USD 500,000 | USD 100 | |
| E2 Shares* | LU2115135787 | USD | USD 2,500,000 | USD 100 | |
| F1 Shares* | LU2115135944 | CHF | CHF 2,500,000 | CHF 100 | |
| F2 Shares* | LU2115135860 | USD | USD 2,500,000 | USD 100 | |

| CLASSES | ISIN CODE | BASE CUR-RENCY | MINIMUM SUB-SCRIPTION AND MINIMUM HOLDING AMOUNT | INITIAL IS-SUE PRICE | PERFOR-MANCE FEE |
|---|---|---|---|---|---|
| R1 Shares* | LU2115136165 | CHF | None | CHF 100 | |
| R2 Shares* | LU2115136082 | USD | | USD 100 | |
| X Shares* | LU1238901836 | EUR | | EUR 100 | |
| X1 Shares* | LU2115136678 | CHF | | CHF 100 | |
| X2 Shares* | LU2115136595 | USD | | USD 100 | |
| V shares | LU2115136249 | EUR | | EUR 100 | None |
| W Shares | LU2115136322 | EUR | EUR 500,000 | EUR 100 | |

| CLASSES | FRONT LOAD FEE | FLAT-RATE FEE*** | FRAC-TIONS | INVESTORS | DISTRIBUTION POLICY |
|---|---|---|---|---|---|
| A shares | up to 5% of the net asset value of the share | up to 1.70% of the net assets p.a. | up to 1/100th of a Share | Public transac-tions | Accumulating |
| A1 shares | | | | | |
| A2 shares | | | | | |
| B shares | up to 5% of the net asset value of the share | up to 1.70% of the net assets p.a. | up to 1/100th of a Share | Public transac-tions | Distributing** |
| B2 shares | | | | | |
| C1 shares | | up to 1.20 % of the net assets p.a. | | Institutional in-vestors | Accumulating |
| C2 shares | | | | | |
| D1 shares | | | | | Distributing** |
| D2 shares | | | | | |
| E2 Shares* | | | | Public transac-tions | Accumulating |
| F1 Shares* | | | | | Distributing** |
| F2 Shares* | | | | | |

| CLASSES | FRONT LOAD FEE | FLAT-RATE FEE*** | FRAC-TIONS | INVESTORS | DISTRIBUTION POLICY |
|---|---|---|---|---|---|
| R1 Shares* | | up to 0.95 % of the net assets p.a. | | Public transac-tions | Accumulating |
| R2 Shares* | | | | | |
| X Shares* | | | | | Distributing** |
| X1 Shares* | | | | | |
| X2 Shares* | up to 5% of the net asset value of the share | up to 0.95 % of the net assets p.a. | up to 1/100th of a Share | Public transac-tions | Distributing** |
| V shares | | up to 1.70% of the net assets p.a. | | VAG investors | Accumulating |
| W Shares | | | | Institutional in-vestors | |

* E Shares, F Shares, R Shares and X Shares are not reserved for specific investors, i.e. both institutional and retail investors can subscribe for Shares, taking into account the criteria defined here. E Shares, F Shares, R Shares and X Shares are sold exclusively through Distributors who provide financial services within the framework of independent advice or discretionary portfolio management, and who do not receive or pass on any portfolio commissions for this service. Nevertheless, the Company or the Management Company reserves the right to accept subscriptions by investors in the E Shares, F Shares, R Shares and X Shares Classes.

**Distributions are made by resolution of the General Meeting and payments of interim dividends are made by resolution of the Board of Directors. The distribution dates are published in each case.

*** This overview is to be read in conjunction with the information on costs in the General Section (particularly section 12) and the Special Section (particularly section 7) on this sub-fund. The flat-rate fee includes the remuneration for the Management Company, the Investment Manager, distribution, UCI Administration and the Custodian Bank and amounts to at least EUR 20,000 p.a. per sub-fund. All information on remuneration is exclusive of any applicable value added tax.

## 2. INVESTMENT OBJECTIVES AND INVESTMENT POLICY

1. The sub-fund's investment target is to outperform the benchmark (see "8. SPECIFIC INFORMATION ON THE BENCHMARK"). sub-fund investments are made in equities and other equity-related securities across the world. Depending on the actual situation, the investment focus may be on large-cap companies or also on small and mid-caps. The main focus of investment policy is equity investments with the objective of attractive dividend income.

2. The sub-fund above is an equity fund.

3. The sub-fund is actively managed. The composition of the portfolio is determined by the Investment Manager exclusively in accordance with the criteria defined in the investment objectives/investment policy, and is regularly reviewed and adjusted if necessary. The performance of the sub-fund is compared with the indices mentioned under point 8. The investment universe of the sub-fund is not limited to the components of these indices. As a result, the performance of the sub-fund may deviate significantly from the benchmark indices.

4. The equity component of the sub-fund's assets shall always be at least 51% (gross).

5. Up to 25% of the sub-fund's assets may be invested in: bonds, convertible bonds and warrant bonds whose warrants are issued on securities of companies worldwide that are denominated in a freely convertible currency. Notwithstanding the targeted risk diversification, the sub-fund's assets may temporarily be concentrated on certain countries and sectors.

6. Other than specified in section 17.4(e) of the investment restrictions of the General Section of the full prospectus, the sub-fund shall not buy Shares of funds (UCITS and/or UCI), irrespective of their legal form. The sub-fund is therefore **target-fund eligible** within the meaning of. Art. 41 (1) e) of the Law of 2010.

7. In general, investments in liquid assets are limited to 20% of the net sub-fund assets; however, if deemed appropriate on account of exceptionally unfavourable market conditions, the net sub-fund assets may be held in liquid assets in excess of this limit within the legally permissible limits and restrictions under tax law pursuant to Article 18 of the Articles of Association (short-term), thereby deviating from this investment limit on a short-term basis. In addition, the net sub-fund assets may, if deemed appropriate due to exceptionally unfavourable market conditions, deviate (in the short term) from the investment objectives (incl. references) or in the investment policy, provided that these limits are complied with, taking into account cash and cash equivalents.

8. Taking into account the strategy of the investment manager, sustainability risks are considered as a component in the investment decision-making process for this sub-fund. In this case, however, the fund management decides which components are to be used, taking into account the overall risk and return aspects and the exclusions. Article 8 of Regulation (EU) 2019/2088 and Article 6 of Regulation (EU) 2020/852 (EU taxonomy) apply to this sub-fund.

   **For more information in relation to the promotion of environmental and/or social characteristics and, where applicable, the sustainable investment objectives of the Fund Manager in accordance with Article 8 of Regulation (EU) 2019/2088 and Article 6 of Regulation (EU) 2020/852 (EU Taxonomy) for this sub-fund, please refer to Annex VI.B of the Sales Prospectus.**

   The performance of each unit class of the Sub-fund can be viewed on the website of the management company.

   Detailed information on the Management Company's responsible investment principles and the list of sustainability rating agencies used can be found at www.ethenea.com.

   The ESG principles underlying the investment process are described in Section 3 "GENERAL INVESTMENT OBJECTIVES, INVESTMENT POLICY AND RISKS" and on the Company's website www.ethenea.com.

9. The sub-fund will use securities financing transactions within the meaning of Regulation 2015/2365. In this context, reference is made to points 17.7 (t), 17.7 (u) (risk information) and 17.18 (b), 17.37 – 17.40 (general explanations and cost structure) of the General Section, which includes explanations of the cost structure and the specific risks associated with these transactions.

## 3. RISK PROFILE, INVESTOR PROFILE AND RISK MANAGEMENT PROCEDURES

**Risk profile**

1. The sub-fund is suitable for growth-oriented investors.

**Investor profile**

2. The sub-fund is recommended for risk-aware investors who do not need the invested capital in the long term.

**Risk management procedure**

3. The sub-fund shall use the commitment approach to calculate its total risk exposure. In this way, the Company shall ensure that the total risk associated with derivatives does not exceed the total net asset value of the sub-fund portfolio.

Under the commitment approach, positions in derivative financial instruments are converted into their corresponding underlying equivalents using the delta method. Netting and hedging effects between derivative financial instruments and their underlyings are taken into account. The sum of these underlying equivalents may not exceed the total net asset value of the sub-fund portfolio.

## 4. BASE CURRENCY OF THE SUB-FUND

The base currency of the sub-fund is the EUR.

If the currency of a Share Class differs from the base currency of the sub-fund, currency hedging is pursued for this Share Class by hedging the exchange rate risk. However, no assurance can be given for the success of this currency hedging and there may be incongruities between the currency position of the sub-fund and the currency position of the hedged Share Class, particularly in the event of severe market distortions. Hedging strategies can be used both when the value of the base currency of the sub-fund decreases and when it increases relative to the value of the currency of the hedged Share Class. This means that the use of these strategies can provide significant protection for the investor of the relevant Share Class against the risk of the depreciation of the base currency relative to the value of the currency of the hedged Share Class, but may also result in the investor not being able to benefit from an appreciation in the base currency.

## 5. ISSUE, REDEMPTION AND CONVERSION OF SHARES

The procedural rules stipulated in the General Section shall apply.

As an exception to the procedure under point 6.7, the following rules apply:

The redemption price corresponds to the net asset value per Share on the corresponding valuation day. Payment shall in principle be made in Luxembourg no later than three (3) banking days after the day on which the net asset value applicable to the redemption has been determined.

## 6. INVESTMENT MANAGER

The Investment Management of this sub-fund is carried out by the Management Company ETHENEA Independent Investors S.A.

## 7. COSTS

**Remuneration of the Management Company, the UCI Administration, the Custodian Bank, the Investment Manager plus performance fee, and the Distributors**

*Flat-rate fee*

The sub-fund is charged a flat-rate fee in the amount stated under Section 1 of this sub-fund Annex. The flat-rate fee shall be paid to the Management Company. The Management Company pays the remuneration for the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors from this flat-rate fee. The flat-rate fee is calculated and paid pro rata monthly in arrears at the end of the month on the basis of the respective average net share class assets during a month.

The total amount of remuneration for the Management Company, the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors shall be up to 1.70% p.a. of the net sub-fund assets, depending on the Share Class, but at least EUR 20,000.00 p.a. per sub-fund. This compensation is subject to VAT.

The applicable rate of remuneration and the effective costs charged are stated in the annual and semi-annual reports.

*Performance fee*

The Investment Manager also receives, as an incentive, a performance fee of 15% of the net value increase per share of the sub-fund resulting from the ordinary business activity of the sub-fund. The performance fee is paid to the management company and calculated separately for the sub-fund using the following formula:

In the following explanation, “gross share value” means the net asset value per share without the delimitation of the performance fee contained in this net asset value. In other words, to compare the performances, the net asset value per share is used, taking into account all costs, without the performance fee contained therein.

The performance fee amounts to 15% of the positive difference between the percentage change in the so- the ordinary gross share value of the respective class and the benchmark (s. “8. SPECIFIC INFORMATION ON THE BENCHMARK”). The performance fee is calculated on the basis of the number of Shares currently in circulation in the respective Share Class. No performance fee is charged for Shares in the V and W Classes.

The daily return differential between the percentage change in the gross share value of the respective Class and the percentage-based performance of the benchmark is calculated as follows:

Return of the gross share value – return of the benchmark = return differential.

When calculating the performance fee, an additional mechanism is applied that includes that it can only be levied if the cumulative differential calculated using the above method has reached a new

**high watermark** since the date of launching the sub-fund. The reference period of the high watermark extends over the entire lifespan of the respective unit classes of the sub-fund. The difference between the cumulative old (before withdrawal of the performance fee) and the new peak value is applied. The performance fee that is proportionally attributable and deferred to the share redemption at the time of an outperformance of the share class during the year is retained for these shares ("crystallisation") and paid to the investment manager at the end of the accounting period. The performance fee of the respective share class is calculated on each valuation day by comparing the percentage change in the share value plus the performance fee amount per share (gross share value) contained in the current share value and the percentage change in the benchmark based on the shares currently in circulation. The deferred total amount changes on the valuation days on which the daily return differential exceeds the high watermark. On the valuation days on which the daily return differential falls below the high watermark, the total amount accrued in the respective share class is released. The performance fee amount already crystallised on share redemptions during the year is retained even in the event of future negative performance.

A disbursable performance fee will be withdrawn from the sub-fund at the end of the financial year (accounting period; 1 January - 31 December of each year); corresponding provisions for the performance fee are made each time the net asset value of the sub-fund is calculated. These provisions are included in the net asset value. A further performance fee is only applicable if and when, at the end of the financial year, the previous high watermark determined for the payment of the remuneration is exceeded.

The calculation period for the performance fee is the financial year. The basis for the initial calculation of the performance fee is the sum of the subscription amounts received in the initial subscription period. After the initial subscription period, the performance fee is determined by comparing the percentage change in the share value plus the performance amount per share (gross share value) contained in the current share value and the percentage change in the benchmark and the applicable return differential.

Should the Company or the sub-fund be liquidated, the net asset value used is that applicable on the day on which the decision was made to dissolve the Company or the sub-fund.

The performance fee is calculated for share certificate classes that differ from the sub-fund currency (e.g. sub-fund currency EUR, class currency CHF) in such a way that the performance of the unit value and the benchmark development are determined in the sub-fund currency. Exchange rate fluctuations therefore have no direct impact on the level of the performance fee in the sub-fund currency.

**Calculation example:**

**Calculation assumptions for end of accounting period 1:**

| | |
|---|---|
| Shares in circulation | 1000 |
| High watermark in EUR | 100 |
| Distribution per share in EUR | 1 |
| Net share value at the end of the accounting period in EUR | 112 |
| Accrued performance fee absolute previous day in EUR | 300 |
| Benchmark value at the beginning of the period | 10,000 |

| | |
|---|---|
| Benchmark value at the end of the period | 11,000 |
| Benchmark value indexed at the end of the period (based on high watermark in EUR) | 110 |
| Performance fee rate | 15% |

**Calculation for end of accounting period 1:**

(EUR 112 + (EUR 300/1,000) + EUR 1 – EUR 110) x 1,000 x 15% = EUR 495

(Net share value plus (already accrued performance fee) plus distribution minus indexed benchmark value) multiplied by circulating units multiplied by performance fee rate

At the end of accounting period 1, a performance fee of EUR 495 can be paid out, as the gross share value (net share value + already accrued performance fee) including distribution of EUR 113.30 exceeds the indexed benchmark of 110.

**Calculation assumptions for end of accounting period 2:**

| | |
|---|---|
| Shares in circulation at start | 1,000 |
| Shares in circulation at end | 800 |
| High watermark in EUR | 112 |
| Distribution per share in EUR | 0 |
| Net share value at the end of the accounting period in EUR | 116.50 |
| Accrued performance fee absolute previous day in EUR | 0 |
| Benchmark value at the beginning of the period | 11,000 |
| Benchmark value at the end of the period | 11,500 |
| Benchmark value indexed at the end of the period (based on high watermark) in EUR | 117.09 |
| Performance fee rate | 15% |

**Calculation of the crystallisation amount at the time of return**

Assumption: Gross share value EUR 115, indexed benchmark EUR 114, redeemed shares 200

(EUR 115 – EUR 114) x 200 x 15% = EUR 30

(Gross share value minus indexed benchmark) multiplied by return multiplied by performance fee rate

An amount of EUR 30 can be crystallised at the time the share certificates are returned, as the gross share value exceeds the indexed benchmark. Regardless of the further performance of the share class, this amount is paid out at the end of the accounting period.

**Calculation for end of accounting period 2:**

(EUR 116.50 + (EUR 0/800) + EUR 0 – EUR 117.09) x 800 x 15% < EUR 0 = no performance fee

(Net share value plus (already accrued performance fee) plus distribution minus indexed benchmark value) multiplied by circulating shares multiplied by performance fee rate

At the end of accounting period 2, no performance fee can be paid out, as the gross share value (net share value + already accrued performance fee) of EUR 116.50 does not exceed the indexed benchmark of EUR 117.09.

At the end of the accounting period, a performance fee is paid in the amount of the crystallisation amount of EUR 30. The performance payout only affects those shareholders who have sold during the year at a gross share price that was higher than the indexed benchmark value.

## 8. SPECIFIC INFORMATION ON THE BENCHMARK

The different Share Classes of the sub-fund use the following benchmark, although an active investment approach is not limited to target investments included in a benchmark and the portfolio composition may differ significantly from the benchmark:

- Classes in base currency EUR and CHF, the **MSCI World High Dividend Yield Net Return EUR Index (M7WOEDY Index)**,

- Classes in base currency USD, the **MSCI World High Dividend Yield Net Total Return Index (M1WDHDVD Index)**.

MSCI Inc., New York, USA ("MSCI") is administrator of these benchmarks. MSCI is registered as administrator with the Financial Conduct Authority in the United Kingdom ("FCA") within the meaning of Regulation (EU) 2016/1011 with MSCI Limited.

The Management Company has established a different benchmark in a robust written plan if the benchmark ceases to exist or changes significantly. The latest version of this robust written plan can be downloaded from www.ethenea.com or obtained free of charge from the Management Company.

## 9. TERM OF THE SUB-FUND

The sub-fund has been launched for an unspecified period of time.

## SPECIAL SECTION VI.B

As of 1 January 2026

**Pre-contractual disclosure for the financial products referred to in Article 8, paragraphs 1, 2 and 2a, of Regulation (EU) 2019/2088 and Article 6, first paragraph, of Regulation (EU) 2020/852**

**Sustainable investment** means an investment in an economic activity that contributes to an environmental or social objective, provided that the investment does not significantly harm any environmental or social objective and that the investee companies follow good governance practices.

**Product name:** GLOBAL DIVIDEND STARS

**Legal entity identifier:** 529900HIYBCVIQ5QKG34

# Environmental and/or social characteristics

The **EU Taxonomy** is a classification system laid down in Regulation (EU) 2020/852, establishing a list of **environmentally sustainable economic activities**. That Regulation does not lay down a list of socially sustainable economic activities. Sustainable investments with an environmental objective might be aligned with the Taxonomy or not.

| **Does this financial product have a sustainable investment objective?** | |
|---|---|
| ☐ **Yes** | ☒ **No** |
| ☐ It will make a minimum of **sustainable investments with an environmental objective**: %<br>☐ in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br>☐ in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy | ☐ It **promotes Environmental/Social (E/S) characteristics** and while it does not have as its objective a sustainable investment, it will have a minimum proportion of % of sustainable investments<br>☐ with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br>☐ with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy<br>☐ with a social objective |
| ☐ It will make a minimum of **sustainable investments with a social objective**: % | ☒ It promotes E/S characteristics, but will **not make any sustainable investments** |

## What environmental and/or social characteristics are promoted by this financial product?

The sub-fund promotes the following E/S characteristics:

- climate change mitigation
- slowing of climate change
- protection of human rights
- protection of labour rights
- protection of health
- mitigation of gun violence
- mitigation of corruption
- avoidance of unethical business practices
- promotion of good corporate governance
- mitigation of child labour and forced labour

**Sustainability indicators** measure how the environmental or social characteristics promoted by the financial product are attained.

- What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?

In order to fulfil the above-mentioned E/S characteristics, the product uses a combination of exclusion criteria and a scoring-based approach.

The themes “mitigating environmental damage” and “slowing climate change” are taken into account through the following exclusions:
- exclusion of companies that violate Environmental Principles 7 to 9 of the UN Global Compact.
- nuclear engagement as measured by share of revenue: Production >5%, support products/services >5% and distribution >25% are excluded
- thermal coal engagement as measured by share of revenue: Extraction >5% and electricity generation >25% are excluded
- oil sands engagement as measured by share of revenue: extraction >5% is excluded
- shale gas engagement as measured by share of revenue: extraction >5% is excluded
- consideration of the defined PAIs 1,2,4,10,14 (see below)

The topics “protection of human rights, labour rights, health”, “mitigation of gun violence”, “mitigation of corruption”, “avoidance of unethical business practices”,

“promotion of good corporate governance” and “mitigation of child labour and forced labour” are taken into account through the following exclusions:

- exclusion of companies that violate Principles 1, 2, 3, 4, 5, 6 and 10 of the UN Global Compact

- controversial weapons are excluded
- adult entertainment as measured by share of revenue: Production >10% and distribution >10% are excluded
- tobacco engagement as measured by share of revenue: production >5%, sale >5% and related products/services >5% are excluded

The exclusions listed are supplemented by a scoring-based approach.

The analyses of external rating agency Sustainalytics are used to assess the ESG risks relevant to each company and to evaluate the active management of ESG risks within the companies. Sustainalytics compiles the results of its analyses into an ESG risk score ranging from 0 to 100, with a risk score below 10 being considered negligible, from 10 to 19.99 low, from 20 to 29.99 medium, from 30 to 39.99 high, and from a score of 40 severe.

The sub-fund takes into consideration the risk scores of the investee companies and aims to improve them over the holding period.

Sustainalytics also continuously monitors each company for controversies. Level 1: Low, Level 2: Moderate, Level 3: Significant, Level 4: High, Level 5: Severe. Any company with Level 5 controversies is excluded.

An internal ESG analysis is prepared for all securities not covered by Sustainalytics or companies with severe controversies.

- What are the objectives of the sustainable investments that the financial product partially intends to make and how does the sustainable investment contribute to such objectives?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

- How do the sustainable investments that the financial product partially intends to make, not cause significant harm to any environmental or social sustainable investment objective?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

**Principal adverse impacts** are the most significant negative impacts of investment decisions on sustainability factors relating to environmental, social and employee matters, respect for human rights, anticorruption and antibribery matters.

  - How were the indicators for adverse impacts on sustainability factors taken into account?
    E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

- How are the sustainable investments aligned with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The EU Taxonomy sets out a “do no significant harm” principle by which Taxonomy-aligned investments should not significantly harm EU Taxonomy objectives and is accompanied by specific EU criteria.

The “do no significant harm” principle applies only to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining portion of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Any other sustainable investments must also not significantly harm any environmental or social objectives.

**Does this financial product consider principal adverse impacts on sustainability factors?**

☒ Yes, in the sub-fund, the principal adverse impacts of investment decisions on sustainability factors set out in Annex 1 of Table I of Regulation (EU) 2022/1288 of the European Parliament and of the Council of 6 April 2022 are taken into account in the context of Article 7 of Regulation (EU) 2019/2088.

The following adverse impacts on sustainability factors are taken into account in the investment process:

- No. 1 “Greenhouse gas emissions” (Scope 1, Scope 2, Scope 3, Total)
- No. 2 “Carbon footprint”
- No. 4 “Participation in fossil fuel companies”
- No. 10 “Violations of the Principles of the UN Global Compact and the OECD Guidelines for Multinational Enterprises”
- No. 14 “Exposure to controversial weapons (anti-personnel mines, cluster munitions, chemical weapons and biological weapons)

The portfolio managers use the external analyses of Sustainalytics and, when needed, public documents of the companies and notes from direct dialogues with the company management to identify, measure and evaluate adverse sustainability impacts. The adverse

sustainability impacts can then be subjected to comprehensive analysis and taken into account in investment decisions.

☐ No,

**What investment strategy does this financial product follow?**

The investment objective of MainFirst - Global Dividend Stars is to provide an appropriate return relative to its benchmark, the MSCI World High Dividend NR Index EUR, and to generate regular dividend payments. The sub-fund invests in listed equities on a global basis.

Exclusion criteria are applied prior to security selection in order to achieve the sustainability characteristics: mitigation of environmental damage, slowing of climate change, protection of human rights, protection of labour rights, protection of health, mitigation of armed violence, mitigation of corruption, avoidance of unethical business practices, promotion of good corporate governance, mitigation of child and forced labour.

The investment focus may be on large-, mid- and small-caps. Stock selection is based on comprehensive company analyses (bottom-up); structurally small- and mid-capitalised companies are included in the investment mix (barbell strategy). The Sustainalytics scoring model is used to monitor and independently confirm the company's commitment to sustainability. Within this process, the defined PAIs are also taken into account.
Engagement is an integral part of achieving the environmental and social objectives of the investment strategy. Solid corporate governance is an essential factor for increasing the value of any company. As a shareholder, we understand the necessity of actively participating in the development of a company. Necessity in this context refers to the portfolio management team's active dialogue with the company in the portfolio as well as the exercise of voting rights at general meetings. Close contact with the portfolio companies ensures a continuous focus on fundamental factors as well as sustainability factors. The aim of the engagement activity is to actively influence the ESG profile of the companies throughout the investment period and therefore to reduce negative impacts on sustainability factors.

Taking account of various aspects such as sustainability and corporate strategy, our aim is to exercise our voting rights actively, comprehensively and in the best possible way in the interest of the investors and to implement our policies.

The **investment strategy** guides investment decisions based on factors such as investment objectives and risk tolerance.

- What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?
  The mandatory elements, as well as the exclusion thresholds and the inclusion of Sustainalytics, are presented in more detail below.

  In order to fulfil the above-mentioned E/S characteristics, the product uses a combination of exclusion criteria and a scoring-based approach.

The themes “mitigating environmental damage” and “slowing climate change” are taken into account through the following exclusions:

- exclusion of companies that violate Environmental Principles 7 to 9 of the UN Global Compact.

- nuclear engagement as measured by share of revenue: Production >5%, support products/services >5% and distribution >25% are excluded

- thermal coal engagement as measured by share of revenue: Extraction >5% and electricity generation >25% are excluded

- oil sands engagement as measured by share of revenue: extraction >5% is excluded

- shale gas engagement as measured by share of revenue: extraction >5% is excluded

- consideration of the defined PAIs

The topics “protection of human rights, labour rights, health”, “mitigation of gun violence”, “mitigation of corruption”, “avoidance of unethical business practices”, “promotion of good corporate governance” and “mitigation of child labour and forced labour” are taken into account through the following exclusions:

- exclusion of companies that violate Principles 1, 2, 3, 4, 5, 6 and 10 of the UN Global Compact

- controversial weapons are excluded

- adult entertainment as measured by share of revenue: production >10%

and distribution >10% are excluded

- tobacco engagement as measured by share of revenue: production >5%, sale >5% and related products/services >5% are excluded

The exclusions listed are supplemented by a scoring-based approach.

The analyses of external rating agency Sustainalytics are used to assess the ESG risks relevant to each company and to evaluate the active management of ESG risks within the companies. Sustainalytics compiles the results of its analyses into an ESG risk score ranging from 0 to 100, with a risk score below 10 being considered negligible, from 10 to 19.99 low, from 20 to 29.99 medium, from 30 to 39.99 high, and from a score of 40 severe.

Sustainalytics also continuously monitors each company for controversies. Level 1: Low, Level 2: Moderate, Level 3:

Significant, Level 4: High, Level 5: Severe. Any company with Level 5 controversies is excluded.

An internal ESG analysis is prepared for all securities not covered by Sustainalytics or companies with severe controversies.

The incorporation of Sustainalytics' ESG rating means that corporate governance is included as a fundamental element. Indicators are used here to evaluate management as well as to assess corporate governance at events that have an impact on the environment and society. Sustainalytics calculates this

to be just under 20% of the total ESG rating.

(https://connect.sustainalytics.com/hubfs/INV/Methodology/Sustainalytics_ESG%20Ratings_Methodology%20Abstract.pdf)

Companies are also subjected to a controversy review. This involves assessing the involvement of companies in incidents

with negative environmental, social and governance (ESG) impacts.

(https://connect.sustainalytics.com/hubfs/INV/Methodology/Controversies%20Research%20Methodology.pdf)

Other key factors are the exclusion of companies that violate the UN Global Compact and the exercise of voting rights based on our principles and strategy for exercising voting rights. Our voting rights policy can be found at

www.ethenea.com/esg.

- What is the committed minimum rate to reduce the scope of the investments considered prior to the application of that investment strategy?
  The sub-fund does not have a commitment to reduce the investment universe by a certain minimum rate.

**Good governance practices** include sound management structures, employee relations, remuneration of staff and tax compliance.

- What is the policy to assess good governance practices of the investee companies?
  The incorporation of Sustainalytics' ESG rating means that corporate governance is included as a fundamental element. Indicators are used here to evaluate management as well as to assess corporate governance at events that have an impact on the environment and society. Sustainalytics calculates this to be just under 20% of the total ESG rating. (https://connect.sustainalytics.com/hubfs/INV/Methodology/Sustainalytics_ESG%20Ratings_Methodology%20Abstract.pdf)

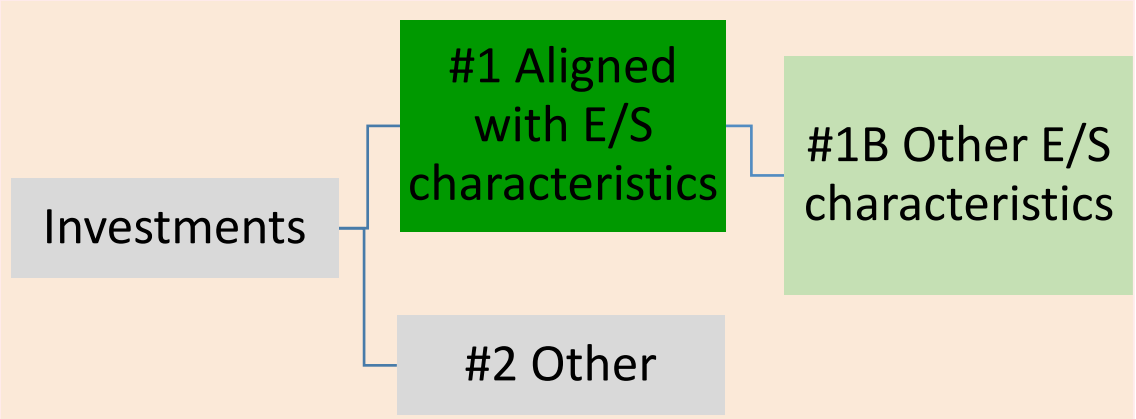
Companies are also subjected to a controversy review. This involves assessing the involvement of companies in incidents with negative environmental, social and governance (ESG) impacts. (https://connect.sustainalytics.com/hubfs/INV/Methodology/Controversies%20Research%20Methodology.pdf)

Other key factors are the exclusion of companies that violate the UN Global Compact and the exercise of voting rights based on our principles and strategy for exercising voting rights. Our voting rights policy can be found at www.ethenea.com/esg.

**What is the asset allocation planned for this financial product?**

**Asset allocation** describes the share of investments in specific assets.

Taxonomy-aligned activities are expressed as a share of:
- **Turnover** reflecting the share of revenue from green activities of investee companies
- **Capital expenditure** (CapEx) showing the green investments made by investee companies, e.g. for a transition to a green economy
- **Operational expenditure** (OpEx) reflecting green operational activities of investee companies.




**#1 Aligned with E/S characteristics** includes the investments of the financial product used to attain the environmental or social characteristics promoted by the financial product. The minimum share of these investments is 51%.

**#2 Other** includes the remaining investments of the financial product which are neither aligned with the environmental or social characteristics, nor are qualified as sustainable investments.

Category **#1 Aligned with environmental or social characteristics** includes the following sub-categories:

– The sub-category **#1 Sustainable investment** covers sustainable investments with environmental or social objectives. The minimum share of these investments is 0%.

The sub-category **#1B Other E/S characteristics** covers investments aligned with the environmental or social characteristics that do not qualify as sustainable investments.

- How does the use of derivatives attain the environmental or social characteristics promoted by the financial product?
  Derivatives are not used to achieve the environmental or social characteristics promoted by the financial product.

**To what minimum extent are sustainable investments with an environmental objective aligned with the EU Taxonomy?**

The main objective of this sub-fund is to contribute to the pursuit of E/S characteristics. which is why this sub-fund does not currently undertake to invest a minimum proportion of its total assets in environmentally sustainable economic activities in accordance with Article 3 of the EU Taxonomy Regulation (2020/852). This also applies to information on investments in economic activities that are classified as enabling or transitional activities under Article 16 or 10(2) of the EU Taxonomy Regulation (2020/852).

To comply with the EU Taxonomy, the criteria for **fossil gas** include limitations on emissions and switching to renewable power or low-carbon fuels by the end of 2035. The criteria for **nuclear energy** include comprehensive safety and waste management regulations.

**Enabling activities** directly enable other activities to make a substantial contribution to an environmental objective.

**Transitional activities** are activities for which low-carbon alternatives are not yet available and among others have greenhouse gas emission levels corresponding to the best performance.

- **Does the financial product invest in fossil gas and/or nuclear energy[‡‡‡] related activities that comply with the EU Taxonomy?**

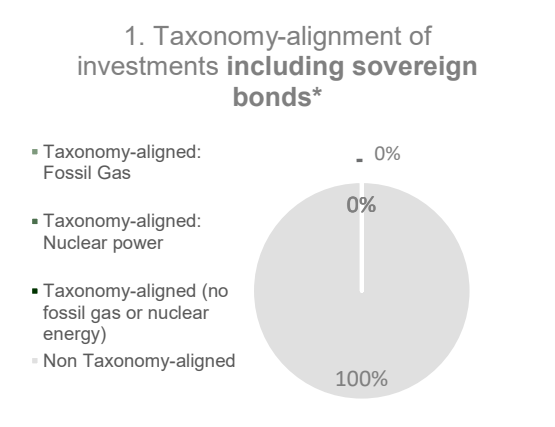
☐ Yes

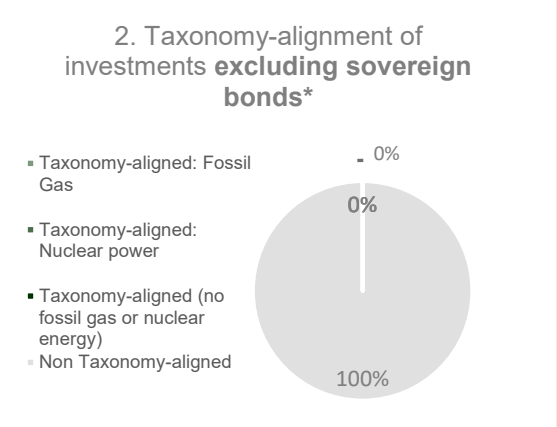
☐ In fossil gas ☐ In nuclear power

☒ No

[‡‡‡]Fossil gas and/or nuclear related activities will only comply with the EU Taxonomy where they contribute to limiting climate change ("climate change mitigation") and do not significantly harm any EU Taxonomy objectives - see explanatory note in the left hand margin. The full criteria for fossil gas and nuclear energy economic activities that comply with the EU Taxonomy are laid down in Commission Delegated Regulation (EU) 2022/1214.

The two graphs below show in green the minimum percentage of investments that are aligned with the EU Taxonomy. As there is no appropriate methodology to determine the taxonomy-alignment of sovereign bonds*, the first graph shows the Taxonomy alignment in relation to all the investments of the financial product including sovereign bonds, while the second graph shows the Taxonomy alignment only in relation to the investments of the financial product other than sovereign bonds.




This graph represents x% of the total investments. The investment policy does not specify the extent of investments in government bonds in the fund, meaning that this may be subject to change. It is not possible to determine the share of total investments, as this can vary from 51 to 100%.

| | | | |
|---|---|---|---|
| Taxonomy-aligned: Fossil Gas | 0% | Taxonomy-aligned: Fossil Gas | 0% |
| Taxonomy-aligned: Nuclear Energy | 0% | Taxonomy-aligned: Nuclear Energy | 0% |
| Taxonomy-aligned (no fossil gas or nuclear energy): | 0% | Taxonomy-aligned (no fossil gas or nuclear energy): | 0% |
| Other investments: | 100% | Other investments: | 100% |

*For the purpose of these graphs, “sovereign bonds” consist of all sovereign exposures.

- What is the minimum share of investments in transitional and enabling activities?
  Transitional activities: 0%
  Enabling activities: 0%

**What is the minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy?**

E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy is 0%

are sustainable investments with an environmental objective that **do not take into account the criteria** for environmentally sustainable economic activities under the EU Taxonomy.

**What is the minimum share of socially sustainable investments?**

E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The minimum share of socially sustainable investments is 0%

**What investments are included under "#2 Other", what is their purpose and are there any minimum environmental or social safeguards?**

This includes investments for which no data is available and cash. The sustainability indicators used to measure the achievement of the individual E/S characteristics in "#1 Investments geared towards E/S characteristics" are not systematically applied in "#2 Other".

Minimum social and environmental protection is available for investments where a UNGC audit is possible. This includes, for example, shares, but not cash or derivatives.

**Is a specific index designated as a reference benchmark to determine whether this financial product is aligned with the environmental and/or social characteristics that it promotes?**

**Reference benchmarks** are indexes to measure whether the financial product attains the environmental or social characteristics that they promote.

☐ Yes,

☒ No

- How is the reference benchmark continuously aligned with each of the environmental or social characteristics promoted by the financial product?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- How is the alignment of the investment strategy with the methodology of the index ensured on a continuous basis?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- How does the designated index differ from a relevant broad market index?

No index is designated as a reference benchmark to determine whether this Sub-fund is aligned with the environmental and/or social characteristics that it promotes.

- Where can the methodology used for the calculation of the designated index be found?
  No index is designated as a reference benchmark to determine whether this Sub-fund is aligned with the environmental and/or social characteristics that it promotes.

**Where can I find more product specific information online?**
**More product-specific information can be found on the website**: www.eth-enea.com/esg_doc_mf

# MAINFIRST – GLOBAL EQUITIES UNCONSTRAINED FUND

*A Sub-Fund of MainFirst, SICAV*

## SPECIAL SECTION VII.A

This Special Section supplements the General Section with respect to the **MainFirst – Global Equities Unconstrained Fund** (the **Financial Product sub-fund**) sub-fund and should only be read in combination with the General Section.

## 1. OVERVIEW

| CLASSES | ISIN CODE | BASE CUR-RENCY | MINIMUM SUB-SCRIPTION AND MINIMUM HOLDING AMOUNT | INITIAL ISSUE PRICE | PERFOR-MANCE FEE |
|---|---|---|---|---|---|
| A shares | LU1856130205 | EUR | None | EUR 100 | 15% |
| A1 shares | LU2115132768 | CHF | | CHF 100 | |
| A2 shares | LU1856130387 | USD | | USD 100 | |
| B shares | LU1856130460 | EUR | | EUR 100 | |
| B1 shares | LU2115132842 | CHF | | CHF 100 | |
| B2 shares | LU1856130544 | USD | | USD 100 | |
| C shares | LU1856130627 | EUR | EUR 500,000 | EUR 100 | |
| C1 shares | LU2115132925 | CHF | CHF 500,000 | CHF 100 | |
| C2 shares | LU1856130890 | USD | USD 500,000 | USD 100 | |
| D1 shares | LU2115133147 | CHF | CHF 500,000 | CHF 100 | |
| D2 shares | LU1856131195 | USD | USD 500,000 | USD 100 | |

| CLASSES | ISIN CODE | BASE CUR-RENCY | MINIMUM SUB-SCRIPTION AND MINIMUM HOLDING AMOUNT | INITIAL ISSUE PRICE | PERFOR-MANCE FEE |
|---|---|---|---|---|---|
| R Shares* | LU1856131278 | EUR | None | EUR 100 | 15% |
| R1 Shares* | LU2115133493 | CHF | | CHF 100 | |
| R2 Shares* | LU2115133220 | USD | | USD 100 | |
| X1 Shares* | LU2115133733 | CHF | | CHF 100 | |
| X2 Shares* | LU2115133659 | USD | | USD 100 | |
| W Shares | LU2115133576 | EUR | EUR 500,000 | EUR 100 | None |

| CLASSES | FRONT LOAD FEE | FLAT-RATE FEE*** | FRAC-TIONS | INVESTORS | DISTRIBUTION POLICY |
|---|---|---|---|---|---|
| A shares | up to 5% of the net asset value of the share | up to 2.00% of the net assets p.a. | up to 1/100th of a Share | Public transac-tions | Accumulating |
| A1 shares | | | | | |
| A2 shares | | | | | |
| B shares | | | | | Distributing** |
| B1 shares | | | | | |
| B2 shares | | | | | |
| C shares | | up to 1.40 % of the net assets p.a. | | Institutional in-vestors | Accumulating |
| C1 shares | | | | | |
| C2 shares | | | | | |

| CLASSES | FRONT LOAD FEE | FLAT-RATE FEE*** | FRAC-TIONS | INVESTORS | DISTRIBUTION POLICY |
|---|---|---|---|---|---|
| D1 shares | up to 5% of the net asset value of the share | up to 1.40 % of the net assets p.a. | up to 1/100th of a Share | Institutional investors | Distributing** |
| D2 shares | | | | | |
| R Shares* | | up to 1.20 % of the net assets p.a. | | Public transactions | Accumulating |
| R1 Shares* | | | | | |
| R2 Shares* | | | | | |
| X1 Shares* | | | | | Distributing** |
| X2 Shares* | | | | | |
| W Shares | | up to 2.00% of the net assets p.a. | | Institutional investors | Accumulating |

*R Shares and X Shares are sold exclusively through distributors who provide financial services within the framework of independent advice or discretionary portfolio management, and who do not receive or pass on any portfolio commissions for this service. Nevertheless, the Company or the Management Company reserves the right to accept subscriptions by investors in Classes R and X.

**Distributions are made by resolution of the General Meeting and payments of interim dividends are made by resolution of the Board of Directors. The distribution dates are published in each case.

*** This overview is to be read in conjunction with the information on costs in the General Section (particularly section 12) and the Special Section (particularly section 7) on this sub-fund. The flat-rate fee includes the remuneration for the Management Company, the Investment Manager, distribution, UCI Administration and the Custodian Bank and amounts to at least EUR 20,000 p.a. per sub-fund. All information on remuneration is exclusive of any applicable value added tax.

## 2. INVESTMENT OBJECTIVES AND INVESTMENT POLICY

1. The sub-fund's investment target is to outperform the benchmark (see "8. SPECIFIC INFORMATION ON THE BENCHMARK"). These investments in equities and other participation securities are made globally. Depending on the actual situation, the investment focus may be on large-cap companies or also on small and mid-caps.
2. The sub-fund above is an equity fund.
3. The sub-fund is actively managed. The composition of the portfolio is determined by the Investment Manager exclusively in accordance with the criteria defined in the investment objectives/policy, and is regularly reviewed and adjusted if necessary. The performance of the sub-fund is compared with the indices mentioned under point 8. The investment universe of the sub-fund is not limited to the components of these indices. As a result, the performance of the sub-fund may deviate significantly from the benchmark indices.

4. The equity component of the sub-fund's assets shall always be at least 51%.

5. Up to 25% of the sub-fund's assets may be invested in: bonds, convertible bonds and warrant bonds whose warrants are issued on securities of companies worldwide that are denominated in a freely convertible currency. Notwithstanding the targeted risk diversification, the sub-fund's assets may temporarily be concentrated on certain countries and sectors.

6. When acquiring shares, the Fund has the option of acquiring eligible Chinese A Shares through the Shanghai and Shenzhen Hong Kong Stock Connect ("SHSC") programmes. The use of the SHSC programme serves as an additional investment opportunity for the Fund.

7. In derogation of item 17.4(e) of the investment restrictions of the General Section of the full prospectus, the sub-fund shall not acquire units in funds (UCITS and/or UCI), regardless of their legal form. The sub-fund is therefore **target-fund eligible** within the meaning of. Art. 41 (1) e) of the Law of 2010.

8. In general, investments in liquid assets are limited to 20% of the net sub-fund assets; however, if deemed appropriate on account of exceptionally unfavourable market conditions, the net sub-fund assets may be held in liquid assets in excess of this limit within the legally permissible limits and restrictions under tax law pursuant to Article 18 of the Articles of Association (short-term), thereby deviating from this investment limit on a short-term basis. In addition, the net sub-fund assets may, if deemed appropriate due to exceptionally unfavourable market conditions, deviate (in the short term) from the investment objectives (incl. references) or in the investment policy, provided that these limits are complied with, taking into account cash and cash equivalents.

9. In compliance with the strategy of the Investment Manager, sustainability risks are taken into account in the investment decision-making process for this sub-fund. To the extent that the sub-fund invests in corporate securities, only such securities may be acquired that apply good corporate governance practices and do not fall under the general exclusion criteria. Article 8 of Regulation (EU) 2019/2088 and Article 6 of Regulation (EU) 2020/852 (EU taxonomy) apply to this sub-fund.

   **For more information in relation to the promotion of environmental and/or social characteristics and, where applicable, the sustainable investment objectives of the Fund Manager in accordance with Article 8 of Regulation (EU) 2019/2088 and Article 6 of Regulation (EU) 2020/852 (EU Taxonomy) for this sub-fund, please refer to Annex VII.B of the Sales Prospectus.**

   The performance of each unit class of the Sub-fund can be viewed on the website of the management company.

   Detailed information on the Management Company's responsible investment principles and the list of sustainability rating agencies used can be found at www.ethenea.com.

   The ESG principles underlying the investment process are described in Section 3 "GENERAL INVESTMENT OBJECTIVES, INVESTMENT POLICY AND RISKS" and on the Company's website www.ethenea.com.

10. The sub-fund will use securities financing transactions within the meaning of Regulation 2015/2365. In this context, reference is made to points 17.7 (t), 17.7 (u) (risk information) and 17.18 (b), 17.37 – 17.40 (general explanations and cost structure) of the General Section, which includes explanations of the cost structure and the specific risks associated with these transactions.

## 3. RISK PROFILE AND RISK MANAGEMENT PROCESS

**Risk profile**

1. The sub-fund is recommended for speculative investors who do not need the invested capital over the long term. Due to the composition of the net sub-fund assets, there is a high overall risk, also accompanied by high income potential. The risks can consist, in particular, of currency, credit rating and price risks as well as risks that result from changes to the market interest rate.

**Risk management**

2. The sub-fund will apply the relative Value-at-Risk method (VaR) to the benchmark MSCI World Net Total Return EUR Index (MSDEWIN INDEX) in order to determine the overall risk of its investments.
3. The **leverage** of the investments of the sub-fund possibly generated through the use of derivative financial instruments is not expected to exceed 200% of the nominal value of the portfolio's investments. However, this limit may be exceeded in individual cases. This limit is calculated from the total of all nominal values of the derivative financial instruments used by the sub-fund.

## 4. BASE CURRENCY OF THE SUB-FUND

The base currency of the sub-fund is the EUR.

If the currency of a Share Class differs from the base currency of the sub-fund, no currency hedging is pursued for this Share Class by hedging the exchange rate risk.

## 5. ISSUE, REDEMPTION AND CONVERSION OF SHARES

The procedural rules stipulated in the General Section shall apply.

As an exception to the procedure under point 6.7, the following rules apply:

The redemption price corresponds to the net asset value per Share on the corresponding valuation day. Payment shall in principle be made in Luxembourg no later than three (3) banking days after the day on which the net asset value applicable to the redemption has been determined.

## 6. INVESTMENT MANAGER

The Company and the Management Company have appointed SPSW Capital GmbH as Investment Manager for this sub-fund.

## 7. COSTS

**Remuneration of the Management Company, the UCI Administration, the Custodian Bank, the Investment Manager plus performance fee, and the Distributors**

*Flat-rate fee*

The sub-fund is charged a flat-rate fee in the amount stated under Section 1 of this sub-fund Annex. The flat-rate fee shall be paid to the Management Company. The Management Company pays the remuneration for the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors from this flat-rate fee. The flat-rate fee is calculated and paid pro rata monthly in arrears at the end of the month on the basis of the respective average net share class assets during a month.

The total amount of remuneration for the Management Company, the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors shall be up to 2.00% p.a. of the net sub-fund assets, depending on the Share Class, but at least EUR 20,000.00 p.a. per sub-fund. This compensation is subject to VAT.

The applicable rate of remuneration and the effective costs charged are stated in the annual and semi-annual reports.

*Performance fee*

The Investment Manager also receives, as an incentive, a performance fee of 15% of the net value increase per share of the sub-fund resulting from the ordinary business activity of the sub-fund. The performance fee is paid to the management company and calculated separately for the sub-fund using the following formula:

In the following explanation, “gross share value” means the net asset value per share without the delimitation of the performance fee contained in this net asset value. In other words, to compare the performances, the net asset value per share is used, taking into account all costs, without the performance fee contained therein.

The performance fee amounts to 15% of the positive difference between the percentage change in the so- the ordinary gross share value of the respective class and the benchmark (s. “8. SPECIFIC INFORMATION ON THE BENCHMARK”). The performance fee is calculated on the basis of the number of Shares currently in circulation in the respective Share Class. No performance fee is charged for Shares in the V and W Classes.

The daily return differential between the percentage change in the gross share value of the respective Class and the percentage-based performance of the benchmark is calculated as follows:

Return of the gross share value – return of the benchmark = return differential.

When calculating the performance fee, an additional mechanism is applied that includes that it can only be levied if the cumulative differential calculated using the above method has reached a new **high watermark** since the date of launching the sub-fund. The reference period of the high watermark extends over the entire life cycle of the respective share classes of the sub-fund, using the difference between the cumulative old (before the performance fee was withdrawn) and the new maximum value. The performance fee that is proportionally attributable and deferred to the share redemption at the time of an outperformance of the share class during the year is retained for these shares (“crystallisation”) and paid to the investment manager at the end of the accounting period. The performance fee of the respective share class is calculated on each valuation day by comparing the percentage change in the share value plus the performance fee amount per share (gross share value) contained in the current share value and the percentage change in the benchmark based on the shares currently in circulation. The deferred total amount changes on the valuation days on which the daily return differential exceeds the high watermark. On the valuation days on which the daily return differential falls below the high watermark, the total amount accrued in the

respective share class is released. The performance fee amount already crystallised on share redemptions during the year is retained even in the event of future negative performance.

A disbursable performance fee will be withdrawn from the sub-fund at the end of the financial year (accounting period; 1 January - 31 December of each year); corresponding provisions for the performance fee are made each time the net asset value of the sub-fund is calculated. These provisions are included in the net asset value. A further performance fee is only applicable if and when, at the end of the financial year, the previous high watermark determined for the payment of the remuneration is exceeded.

The calculation period for the performance fee is the financial year. The basis for the initial calculation of the performance fee is the sum of the subscription amounts received in the initial subscription period. After the initial subscription period, the performance fee is determined by comparing the percentage change in the share value plus the performance amount per share (gross share value) contained in the current share value and the percentage change in the benchmark and the applicable return differential.

Should the Company or the sub-fund be liquidated, the net asset value used is that applicable on the day on which the decision was made to dissolve the Company or the sub-fund.

The performance fee is calculated for unit certificate classes that differ from the sub-fund currency (e.g. sub-fund currency EUR, class currency CHF) in such a way that the performance of the unit value and the benchmark development are determined in the sub-fund currency. Exchange rate fluctuations therefore have no direct impact on the level of the performance fee in the sub-fund currency.

**Calculation example:**

**Calculation assumptions for end of accounting period 1:**

| | |
|---|---|
| Shares in circulation | 1000 |
| High watermark in EUR | 100 |
| Distribution per share in EUR | 1 |
| Net share value at the end of the accounting period in EUR | 112 |
| Accrued performance fee absolute previous day in EUR | 300 |
| Benchmark value at the beginning of the period | 10,000 |
| Benchmark value at the end of the period | 11,000 |
| Benchmark value indexed at the end of the period (based on high watermark in EUR) | 110 |
| Performance fee rate | 15% |

**Calculation for end of accounting period 1:**

(EUR 112 + (EUR 300/1,000) + EUR 1 – EUR 110) x 1,000 x 15% = EUR 495

(Net share value plus (already accrued performance fee) plus distribution minus indexed benchmark value) multiplied by circulating units multiplied by performance fee rate

At the end of accounting period 1, a performance fee of EUR 495 can be paid out, as the gross share value (net share value + already accrued performance fee) including distribution of EUR 113.30 exceeds the indexed benchmark of 110.

**Calculation assumptions for end of accounting period 2:**

| | |
|---|---|
| Shares in circulation at start | 1,000 |
| Shares in circulation at end | 800 |
| High watermark in EUR | 112 |
| Distribution per share in EUR | 0 |
| Net share value at the end of the accounting period in EUR | 116.50 |
| Accrued performance fee absolute previous day in EUR | 0 |
| Benchmark value at the beginning of the period | 11,000 |
| Benchmark value at the end of the period | 11,500 |
| Benchmark value indexed at the end of the period (based on high watermark) in EUR | 117.09 |
| Performance fee rate | 15% |

**Calculation of the crystallisation amount at the time of return**

Assumption: Gross share value EUR 115, indexed benchmark EUR 114, redeemed shares 200

(EUR 115 – EUR 114) x 200 x 15% = EUR 30

(Gross share value minus indexed benchmark) multiplied by return multiplied by performance fee rate

An amount of EUR 30 can be crystallised at the time the share certificates are returned, as the gross share value exceeds the indexed benchmark. Regardless of the further performance of the share class, this amount is paid out at the end of the accounting period.

**Calculation for end of accounting period 2:**

(EUR 116.50 + (EUR 0/800) + EUR 0 – EUR 117.09) x 800 x 15% < EUR 0 = no performance fee

(Net share value plus (already accrued performance fee) plus distribution minus indexed benchmark value) multiplied by circulating shares multiplied by performance fee rate

At the end of accounting period 2, no performance fee can be paid out, as the gross share value (net share value + already accrued performance fee) of EUR 116.50 does not exceed the indexed benchmark of EUR 117.09.

At the end of the accounting period, a performance fee is paid in the amount of the crystallisation amount of EUR 30. The performance payout only affects those shareholders who have sold during the year at a gross share price that was higher than the indexed benchmark value.

## 8. SPECIFIC INFORMATION ON THE BENCHMARK

The different Share Classes of the sub-fund use the following benchmark, although an active investment approach is not limited to target investments included in a benchmark and the portfolio composition may differ significantly from the benchmark:

- **MSCI World Net Total Return EUR Index (MSDEWIN Index)**

The administrator of these benchmarks is MSCI Inc., New York, USA ("MSCI"). MSCI is registered as administrator with the Financial Conduct Authority in the United Kingdom ("FCA") within the meaning of Regulation (EU) 2016/1011 with MSCI Limited.

The Management Company has established a different benchmark in a robust written plan if the benchmark ceases to exist or changes significantly. The latest version of this robust written plan can be downloaded from www.ethenea.com or obtained free of charge from the Management Company.

## 9. TERM OF THE SUB-FUND

The sub-fund has been launched for an unspecified period of time.

## SPECIAL SECTION VII.B

As of 1 January 2026

**Pre-contractual disclosure for the financial products referred to in Article 8, paragraphs 1, 2 and 2a, of Regulation (EU) 2019/2088 and Article 6, first paragraph, of Regulation (EU) 2020/852**

**Product name:** MAINFIRST – GLOBAL EQUITIES UNCONSTRAINED FUND

**Legal entity identifier:** 529900NPNVZSJ9R9X814

**Sustainable investment** means an investment in an economic activity that contributes to an environmental or social objective, provided that the investment does not significantly harm any environmental or social objective and that the investee companies follow good governance practices.

# Environmental and/or social characteristics

| **Does this financial product have a sustainable investment objective?** | |
|---|---|
| ☐ **Yes** | ☒ **No** |
| ☐ It will make a minimum of **sustainable investments with an environmental objective**: %<br>☐ in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br>☐ in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy | ☐ It **promotes Environmental/Social (E/S) characteristics** and while it does not have as its objective a sustainable investment, it will have a minimum proportion of % of sustainable investments<br>☐ with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br>☐ with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy<br>☐ with a social objective |
| ☐ It will make a minimum of **sustainable investments with a social objective**: % | ☒ It promotes E/S characteristics, but will **not make any sustainable investments** |

The **EU Taxonomy** is a classification system laid down in Regulation (EU) 2020/852, establishing a list of **environmentally sustainable economic activities**. That Regulation does not lay down a list of socially sustainable economic activities. Sustainable investments with an environmental objective might be aligned with the Taxonomy or not.

## What environmental and/or social characteristics are promoted by this financial product?

The sub-fund promotes the following E/S characteristics:

- climate change mitigation

- slowing of climate change

- protection of human rights

- protection of labour rights

- protection of health

- mitigation of gun violence

- mitigation of corruption

- avoidance of unethical business practices

- promotion of good corporate governance

- mitigation of child labour and forced labour

**Sustainability indicators** measure how the environmental or social characteristics promoted by the financial product are attained.

- What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?

  In order to fulfil the above-mentioned E/S characteristics, the product uses a combination of exclusion criteria and a scoring-based approach.

  The themes of “mitigating environmental damage” and “slowing climate change” are taken into account through the following exclusions:

  - exclusion of companies that violate Environmental Principles 7 to 9 of the UN Global Compact

  - nuclear engagement as measured by share of revenue: Production >5%, support products/services >5% and distribution >25% are excluded

  - thermal coal engagement as measured by share of revenue: Extraction >5% and electricity generation >10% are excluded

  - oil sands engagement as measured by share of revenue: extraction >5% is excluded

  - shale gas engagement as measured by share of revenue: extraction >5% is excluded

  - oil and gas engagement as measured by share of revenue: Production >5%, generation 10% and support products/services >25% are excluded

- Production of single-use plastic: The 100 largest producers of single-use plastic are excluded

- Genetically modified plants and seeds Engagement measured by share of revenue: Development >10% and cultivation >10% are excluded

- Observance of the defined PAIs 1,2,3,4,10,14 (see paragraph on adverse impacts on sustainability factors).

The topics “protection of human rights, labour rights, health”, “mitigation of gun violence”, “mitigation of corruption”, “avoidance of unethical business practices”, “promotion of good corporate governance” and “mitigation of child labour and forced labour” are taken into account through the following exclusions:

- exclusion of companies that violate Principles 1, 2, 3, 4, 5, 6 and 10 of the UN Global Compact

- military engagement as measured by share of revenue: armaments >5%, armament-related products and/ or services >5% and non-armament-related products and/ or services >5% are excluded

- small arms engagement as measured by share of revenue: Non-military customers (offensive weapons) >5%, civilian customers (non-offensive weapons) >5%, key components >5% and military/law enforcement customers >5% are excluded

- controversial weapons are excluded

- The largest sugar producers are excluded

- adult entertainment as measured by share of revenue: production >10% and distribution >10% are excluded

- tobacco engagement as measured by share of revenue: Production >5%, sale >5% and related products/services >5% are excluded.

The exclusions listed are supplemented by a scoring-based approach.

The internal ESG assessment model is used to assess the ESG risks that are relevant for the individual companies and to evaluate the active management of ESG risks within the companies. This model uses analyses from an external rating agency and a points system consisting of risk premiums and bonus factors to determine an ESG score.

An internal ESG analysis is prepared for all securities not covered by an external rating agency.

The objective is for the sub-fund’s average ESG score to surpass the score of the benchmark, the MSCI World Net Total Return EUR Index (MSDEWIN INDEX).

Each company is also continuously monitored for controversies with negative environmental, social and governance (ESG) impacts. Level 1: Low, Level 2: Moderate, Level 3: Significant, Level 4: High, Level 5: Severe. Investments in companies with Level 5 controversies are excluded.

- What are the objectives of the sustainable investments that the financial product partially intends to make and how does the sustainable investment contribute to such objectives?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

- How do the sustainable investments that the financial product partially intends to make, not cause significant harm to any environmental or social sustainable investment objective?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

**Principal adverse impacts** are the most significant negative impacts of investment decisions on sustainability factors relating to environmental, social and employee matters, respect for human rights, anticorruption and antibribery matters.

  - How were the indicators for adverse impacts on sustainability factors taken into account?
    E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

  - How are the sustainable investments aligned with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights?
    E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The EU Taxonomy sets out a “do no significant harm” principle by which Taxonomy-aligned investments should not significantly harm EU Taxonomy objectives and is accompanied by specific EU criteria.

The “do no significant harm” principle applies only to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining portion of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Any other sustainable investments must also not significantly harm any environmental or social objectives.

**Does this financial product consider principal adverse impacts on sustainability factors?**

☒ Yes, in the sub-fund, the principal adverse impacts of investment decisions on sustainability factors set out in Annex 1 of Table I of Regulation (EU) 2022/1288 of the European Parliament and of the Council of 6 April 2022 are taken into account in the context of Article 7 of Regulation (EU) 2019/2088.

The following adverse impacts on sustainability factors are taken into account in the investment process:

- No. 1 “Greenhouse gas emissions” (Scope 1, Scope 2, Scope 3, Total)

- No. 2 “Carbon footprint”

- No. 3 “Greenhouse gas intensity”

- No. 4 “Participation in fossil fuel companies”

- No. 10 “Violations of the Principles of the UN Global Compact and the OECD Guidelines for Multinational Enterprises”

- No. 14 “Exposure to controversial weapons (anti-personnel mines, cluster munitions, chemical weapons and biological weapons)

The portfolio managers use the analyses of an external rating agency and, when needed, public documents of the companies and notes from direct dialogues with the company management to identify, measure and evaluate adverse sustainability impacts. The adverse sustainability impacts can then be subjected to comprehensive analysis and taken into account in investment decisions.

☐ No,

**What investment strategy does this financial product follow?**

The investment objective of the MainFirst - Global Equities Unconstrained Fund is to consistently outperform the MSCI World Net Total Return EUR Index. Accordingly, the sub-fund invests in listed equities on a global basis. The theme-based approach focuses on structurally growing investment themes such as digitalisation, automation and decarbonisation. Companies with structural growth are preferred in the selection process. The investment focus may be on large, mid and small caps. The selection is made after comprehensive company analyses (bottom-up). Derivatives may also be used.
Exclusion criteria are applied prior to security selection in order to achieve the sustainability characteristics: mitigation of environmental damage, slowing of climate change, protection of human rights, protection of labour rights, protection of health, mitigation of armed violence, mitigation of corruption, avoidance of unethical business practices, promotion of good corporate governance, mitigation of child and forced labour.
To further assess a claim to sustainability, the internal scoring model is used on a supplementary basis, and the objective is to ensure that the sub-fund's average ESG score is better than that of its benchmark, the MSCI World Net Total Return EUR Index (MSDEWIN INDEX). Weighting and selection of securities must be adjusted accordingly in

the event of non-compliance.
The defined PAIs are also taken into account.

What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?

The **investment strategy** guides investment decisions based on factors such as investment objectives and risk tolerance.

The application and consideration of the following key elements are necessary to ensure the fulfilment of the environmental and social objectives being promoted.

The themes of “mitigating environmental damage” and “slowing climate change” are taken into account through the following exclusions:
- Exclusion of companies that violate Environmental Principles 7 to 9 of the UN Global Compact
- nuclear engagement as measured by share of revenue: Production >5%, support products/services >5% and distribution >25% are excluded
- thermal coal engagement as measured by share of revenue: extraction >5% and electricity generation >10% are excluded
- oil sands engagement as measured by share of revenue: extraction >5% is excluded
- shale gas engagement as measured by share of revenue: extraction >5% is excluded
- oil and gas engagement as measured by share of revenue: Production >5%, generation 10% and support products/services >25% are excluded
- Production of single-use plastic: The 100 largest producers of single-use plastic are excluded
- Genetically modified plants and seeds Engagement measured by share of revenue: Development >10% and cultivation >10% are excluded
- Observance of the defined PAIs 1,2,3,4,10,14 (see paragraph on adverse impacts on sustainability factors).

The topics “protection of human rights, labour rights, health”, “mitigation of gun violence”, “mitigation of corruption”, “avoidance of unethical business practices”, “promotion of good corporate governance” and “mitigation of child labour and forced labour” are taken into account through the following exclusions:
- exclusion of companies that violate Principles 1, 2, 3, 4, 5, 6 and 10 of the UN Global Compact
- military engagement as measured by share of revenue: Weapons > 5%, armament-related products and/or services >5% and non-armament-related products and/or services >5% are excluded
- small arms engagement as measured by share of revenue: Non-military customers (offensive weapons) >5%, civilian customers (non-offensive weapons) >5%, key components >5% and military/law enforcement customers >5% are excluded
- controversial weapons are excluded
- The largest sugar producers are excluded
- adult entertainment as measured by share of revenue: Production >10% and distribution >10% are excluded
- tobacco engagement as measured by share of revenue: production >5%, sale >5% and related products/services >5% are excluded

The exclusions listed are supplemented by a scoring-based approach.

The internal ESG assessment model is used to assess the ESG risks that are relevant for the individual companies and to evaluate the active management of ESG risks within the companies. This model uses analyses from an external rating agency and a points system consisting of risk premiums and bonus factors to determine an ESG score.
An internal ESG analysis is prepared for all securities not covered by an external rating agency. The objective is for the sub-fund's average ESG score to surpass the score of the benchmark, the MSCI World Net Total Return EUR Index (MSDEWIN INDEX).
Each company is also continuously monitored for controversies with negative environmental, social and governance (ESG) impacts. Level 1: Low, Level 2: Moderate, Level 3: Significant, Level 4: High, Level 5: Severe. Investments in companies with Level 5 controversies are excluded.

- What is the committed minimum rate to reduce the scope of the investments considered prior to the application of that investment strategy?
  The sub-fund does not have a commitment to reduce the investment universe by a certain minimum rate.

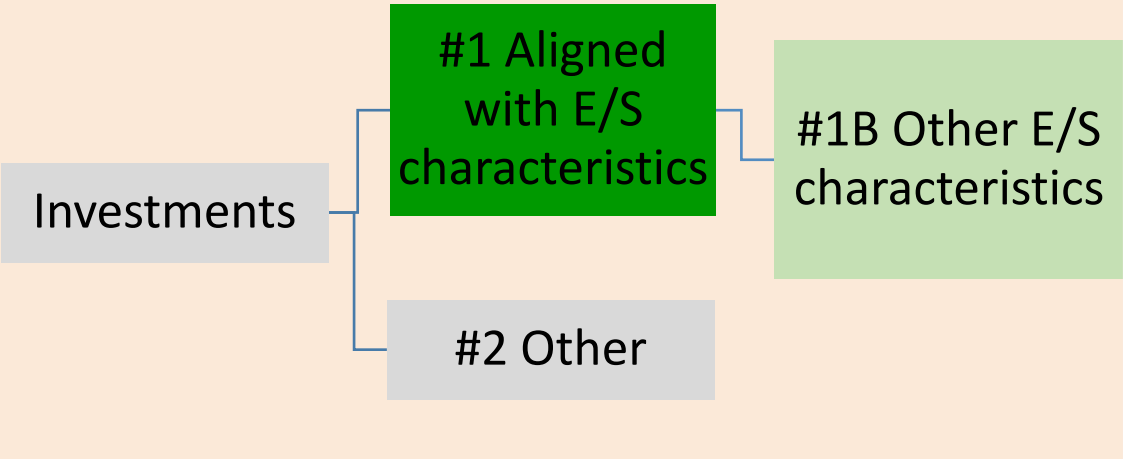
**Good governance practices** include sound management structures, employee relations, remuneration of staff and tax compliance.

- What is the policy to assess good governance practices of the investee companies?
  The incorporation of ESG scores means that corporate governance is included as a fundamental element. Indicators are used here to evaluate management as well as to assess corporate governance at events that have an impact on the environment and society.
  Companies are also subjected to a controversy review. This involves assessing the involvement of companies in incidents with negative environmental, social and governance (ESG) impacts.
  Other key factors are the exclusion of companies that violate the UN Global Compact and the exercise of voting rights based on our principles and strategy for exercising voting rights. Our voting rights policy can be found at www.ethenea.com/esg.

**What is the asset allocation planned for this financial product?**

**Asset allocation** describes the share of investments in specific assets.

Taxonomy-aligned activities are expressed as a share of:
- **Turnover** reflecting the share of revenue from green activities of investee companies
- **Capital expenditure** (CapEx) showing the green investments made by investee companies, e.g. for a transition to a green economy
- **Operational expenditure** (OpEx) reflecting green operational activities of investee companies.




**#1 Aligned with E/S characteristics** includes the investments of the financial product used to attain the environmental or social characteristics promoted by the financial product. The minimum share of these investments is 51%.

**#2 Other** includes the remaining investments of the financial product which are neither aligned with the environmental or social characteristics, nor are qualified as sustainable investments.

Category **#1 Aligned with environmental or social characteristics** includes the following sub-categories:

– The sub-category **#1 Sustainable investment** covers sustainable investments with environmental or social objectives. The minimum share of these investments is 0%.

The sub-category **#1B Other E/S characteristics** covers investments aligned with the environmental or social characteristics that do not qualify as sustainable investments.

- How does the use of derivatives attain the environmental or social characteristics promoted by the financial product?
  The sub-fund may use financial derivative instruments for investment and hedging purposes. Derivatives are not used to achieve the environmental or social characteristics promoted by the financial product.

**To what minimum extent are sustainable investments with an environmental objective aligned with the EU Taxonomy?**

The main objective of this sub-fund is to contribute to the pursuit of E/S characteristics. which is why this sub-fund does not currently undertake to invest a minimum proportion of its total assets in environmentally sustainable economic activities in accordance with Article 3 of the EU Taxonomy Regulation (2020/852). This also applies to information on investments in economic activities that are classified as enabling or transitional activities under Article 16 or 10(2) of the EU Taxonomy Regulation (2020/852).

To comply with the EU Taxonomy, the criteria for **fossil gas** include limitations on emissions and switching to renewable power or low-carbon fuels by the end of 2035. The criteria for **nuclear energy** include comprehensive safety and waste management regulations.

**Enabling activities** directly enable other activities to make a substantial contribution to an environmental objective.

**Transitional activities** are activities for which low-carbon alternatives are not yet available and among others have greenhouse gas emission levels corresponding to the best performance.

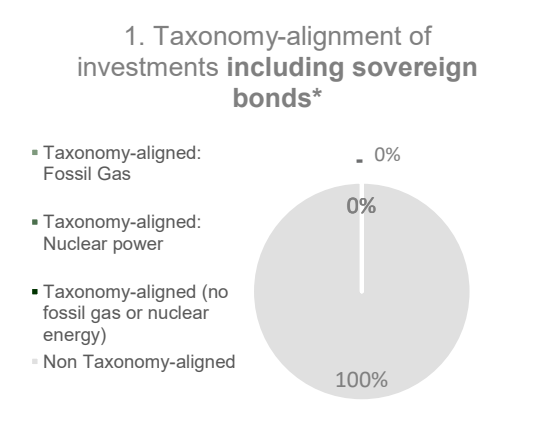
- **Does the financial product invest in fossil gas and/or nuclear energy[§§§] related activities that comply with the EU Taxonomy?**

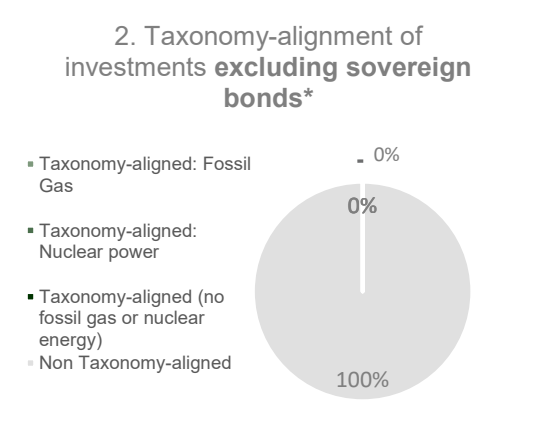
☐ Yes

☐ In fossil gas ☐ In nuclear power

☒ No

The two graphs below show in green the minimum percentage of investments that are aligned with the EU Taxonomy. As there is no appropriate methodology to determine the taxonomy-alignment of sovereign bonds*, the first graph shows the Taxonomy alignment in relation to all the investments of the financial product including sovereign bonds, while the second graph shows the Taxonomy alignment only in relation to the investments of the financial product other than sovereign bonds.




[§§§]Fossil gas and/or nuclear related activities will only comply with the EU Taxonomy where they contribute to limiting climate change ("climate change mitigation") and do not significantly harm any EU Taxonomy objectives - see explanatory note in the left hand margin. The full criteria for fossil gas and nuclear energy economic activities that comply with the EU Taxonomy are laid down in Commission Delegated Regulation (EU) 2022/1214.

This graph represents x% of the total investments. The investment policy does not specify the extent of investments in government bonds in the fund, meaning that this may be subject to change. It is not possible to determine the share of total investments, as this can vary from 51 to 100%.

| | | | |
|---|---|---|---|
| Taxonomy-aligned: Fossil Gas | 0% | Taxonomy-aligned: Fossil Gas | 0% |
| Taxonomy-aligned: Nuclear Energy | 0% | Taxonomy-aligned: Nuclear Energy | 0% |
| Taxonomy-aligned (no fossil gas or nuclear energy): | 0% | Taxonomy-aligned (no fossil gas or nuclear energy): | 0% |
| Other investments: | 100% | Other investments: | 100% |

*For the purpose of these graphs, “sovereign bonds” consist of all sovereign exposures.

- What is the minimum share of investments in transitional and enabling activities?
  Transitional activities: 0%
  Enabling activities: 0%

are sustainable investments with an environmental objective that **do not take into account the criteria** for environmentally sustainable economic activities under the EU Taxonomy.

**What is the minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy?**

E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy is 0%

**What is the minimum share of socially sustainable investments?**

E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The minimum share of socially sustainable investments is 0%

**What investments are included under “#2 Other”, what is their purpose and are there any minimum environmental or social safeguards?**

This includes hedging instruments, investments for diversification purposes, investments for which no data is available and cash. The sustainability indicators used to measure the achievement of the individual E/S characteristics in “#1 Investments geared towards E/S characteristics” are not systematically applied in “#2 Other”.

Minimum social and environmental protection is available for investments where a UNGC audit is possible. This includes, for example, shares, but not cash or derivatives.

**Is a specific index designated as a reference benchmark to determine whether this financial product is aligned with the environmental and/or social characteristics that it promotes?**

**Reference benchmarks** are indexes to measure whether the financial product attains the environmental or social characteristics that they promote.

☐ Yes,

☒ No

- How is the reference benchmark continuously aligned with each of the environmental or social characteristics promoted by the financial product?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- How is the alignment of the investment strategy with the methodology of the index ensured on a continuous basis?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- How does the designated index differ from a relevant broad market index?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- Where can the methodology used for the calculation of the designated index be found?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

**Where can I find more product specific information online?**
**More product-specific information can be found on the website**: www.ethenea.com/esg_doc_mf

# MAINFIRST – MEGATRENDS ASIA

*A Sub-Fund of MainFirst, SICAV*

## SPECIAL SECTION VIII.A

This Special Section supplements the General Section with respect to the **MainFirst – Megatrends Asia** (the **Financial Product sub-fund**) sub-fund and should only be read in combination with the General Section.

## 1. OVERVIEW

| CLASSES | ISIN CODE | BASE CURRENCY | MINIMUM SUBSCRIPTION AND MINIMUM HOLDING AMOUNT | INITIAL ISSUE PRICE | PERFORMANCE FEE |
|---|---|---|---|---|---|
| A shares | LU2381585830 | USD | None | USD 100 | 15% |
| A1 shares | LU2381585913 | EUR | | EUR 100 | |
| B shares | LU2381586051 | USD | | USD 100 | |
| B1 shares | LU2381586135 | EUR | | EUR 100 | |
| C shares | LU2381586218 | USD | USD 500,000 | USD 100 | |
| C1 shares | LU2381586309 | EUR | EUR 500,000 | EUR 100 | |
| D shares | LU2381586481 | USD | USD 500,000 | USD 100 | |
| D1 shares | LU2381586564 | EUR | EUR 500,000 | EUR 100 | |
| R shares | LU2381586648 | USD | None | USD 100 | |
| R1 shares | LU2381586721 | EUR | | EUR 100 | |
| X shares | LU2381586994 | USD | | USD 100 | |
| X1 shares | LU2381587026 | EUR | | EUR 100 | |

| CLASSES | FRONT LOAD FEE | FLAT-RATE FEE*** | FRAC-TIONS | INVESTORS | DISTRIBUTION POLICY |
|---|---|---|---|---|---|
| A shares | Up to 5% of the net asset value of the share | up to 1.80% of the net assets p.a. | up to 1/100th of a Share | Public transactions | Accumulating |
| A1 shares | | | | | |
| B shares | | | | | Distributing** |
| B1 shares | | | | | |
| C shares | | up to 1.30% of the net assets p.a. | | Institutional investors | Accumulating |
| C1 shares | | | | | |
| D shares | | | | | Distributing** |
| D1 shares | | | | | |
| R Shares* | | up to 1.50% of the net assets p.a. | | Public transactions | Accumulating |
| R1 Shares* | | | | | |
| X Shares* | | | | | Distributing** |
| X1 Shares* | | | | | |

* X Shares are sold exclusively through distributors who provide financial services within the framework of independent advice or discretionary portfolio management, and who do not receive or pass on any portfolio commissions for this service. Nevertheless, the Company or the Management Company reserves the right to accept subscriptions by investors in classes of X Shares.

**Distributions are made by resolution of the General Meeting and payments of interim dividends are made by resolution of the Board of Directors. The distribution dates are published in each case.

*** This overview is to be read in conjunction with the information on costs in the General Section (particularly section 12) and the Special Section (particularly section 7) on this sub-fund. The flat-rate fee includes the remuneration for the Management Company, the Investment Manager, distribution, UCI Administration and the Custodian Bank and amounts to at least EUR 20,000 p.a. per sub-fund. All information on remuneration is exclusive of any applicable value added tax.

## 2. INVESTMENT OBJECTIVES AND INVESTMENT POLICY

1. The sub-fund's investment target is to outperform the benchmark (see "8. SPECIFIC INFORMATION ON THE BENCHMARK"). The investment focus is on Asian equities and other equity securities of both large and small and medium-sized companies.

2. The sub-fund above is an equity fund.

3. The sub-fund is actively managed. The composition of the portfolio is determined by the Investment Manager exclusively in accordance with the criteria defined in the investment objectives/policy, and is regularly reviewed and adjusted if necessary. The performance of the sub-fund is compared with the indices mentioned under point 8. The investment universe of the sub-fund is not limited to the components of these indices. As a result, the performance of the sub-fund may deviate significantly from the benchmark indices.

4. The sub-fund invests its assets predominantly (min. 51% gross) in equities or equity-related securities of companies in the Asian region. Up to 100% can be invested in foreign currencies.

5. Up to 25% of the sub-fund's assets may be invested in: bonds, convertible bonds and warrant bonds whose warrants are issued on securities of companies worldwide that are denominated in a freely convertible currency. Notwithstanding the targeted risk diversification, the sub-fund's assets may temporarily be concentrated on certain countries and sectors.

6. When acquiring shares, the Fund has the option of acquiring eligible Chinese A Shares through the Shanghai and Shenzhen Hong Kong Stock Connect ("SHSC") programmes. The use of the SHSC programme serves as an additional investment opportunity for the Fund.

7. Units in UCITS or other UCI ("target funds") may be acquired up to a maximum limit of 10% of the sub-fund's assets, meaning that the sub-fund is **eligible to invest in target funds**. With regard to the target funds that can be acquired for the sub-fund, there is no restriction on the types of target funds that can be acquired.

8. The use of derivative financial instruments ("derivatives") is permitted in order to achieve the above-mentioned investment objectives, as well as for investment and hedging purposes. In addition to option rights, this also includes swaps and forward contracts on transferable securities, money market instruments, financial indices within the meaning of Article 9(1) of Directive 2007/16/EC and Article XIII of the ESMA Guidelines 2014/937, interest rates, exchange rates, currencies and investment funds in accordance with Article 41(1) e) of the Law of 17 December 2010.

9. In general, investments in liquid assets are limited to 20% of the net sub-fund assets; however, if deemed appropriate on account of exceptionally unfavourable market conditions, the net sub-fund assets may be held in liquid assets in excess of this limit within the legally permissible limits and restrictions under tax law pursuant to Article 18 of the Articles of Association (short-term), thereby deviating from this investment limit on a short-term basis. In addition, the net sub-fund assets may, if deemed appropriate due to exceptionally unfavourable market conditions, deviate (in the short term) from the investment objectives (incl. references) or in the investment policy, provided that these limits are complied with, taking into account cash and cash equivalents.

10. In compliance with the strategy of the Investment Manager, sustainability risks are taken into account in the investment decision-making process for this sub-fund. To the extent that the sub-fund invests in corporate securities, only such securities may be acquired that apply good corporate governance practices and do not fall under the general exclusion criteria. Article 8 of Regulation (EU) 2019/2088 and Article 6 of Regulation (EU) 2020/852 (EU taxonomy) apply to this sub-fund.

    **For more information in relation to the promotion of environmental and/or social characteristics and, where applicable, the sustainable investment objectives of the Fund Manager in accordance with Article 8 of Regulation (EU) 2019/2088 and Article 6 of Regulation (EU) 2020/852 (EU Taxonomy) for this sub-fund, please refer to Annex IX.B of the Sales Prospectus.**

The performance of each unit class of the Sub-fund can be viewed on the website of the management company.

Detailed information on the Management Company's responsible investment principles and the list of sustainability rating agencies used can be found at www.ethenea.com.

The ESG principles underlying the investment process are described in Section 3 "GENERAL INVESTMENT OBJECTIVES, INVESTMENT POLICY AND RISKS" and on the Company's website www.ethenea.com.

11. The sub-fund will use securities financing transactions within the meaning of Regulation 2015/2365. In this context, reference is made to points 17.7 (t), 17.7 (u) (risk information) and 17.18 (b), 17.37 – 17.40 (general explanations and cost structure) of the General Section, which includes explanations of the cost structure and the specific risks associated with these transactions.

## 3. RISK PROFILE AND RISK MANAGEMENT PROCESS

**Risk profile**

1. The sub-fund is suitable for speculative shareholders. Due to the composition of the net sub-fund assets, there is a very high overall risk, also accompanied by high income potential. The risks can consist, in particular, of currency, credit rating and price risks as well as risks that result from changes to the market interest rate.

**Risk management**

2. The sub-fund shall use the commitment approach to calculate its total risk exposure. In this way, the Company shall ensure that the total risk associated with derivatives does not exceed the total net asset value of the sub-fund portfolio.
3. Under the commitment approach, positions in derivative financial instruments are converted into their corresponding underlying equivalents using the delta method. Netting and hedging effects between derivative financial instruments and their underlyings are taken into account. The sum of these underlying equivalents may not exceed the total net asset value of the sub-fund portfolio.

## 4. BASE CURRENCY OF THE SUB-FUND

The base currency of the sub-fund is USD.

If the currency of a Share Class differs from the base currency of the sub-fund, no currency hedging is pursued for this Share Class by hedging the exchange rate risk.

## 5. ISSUE, REDEMPTION AND CONVERSION OF SHARES

The procedural rules stipulated in the General Section shall apply.

As an exception to the procedure under point 6.7, the following rules apply:

The redemption price corresponds to the net asset value per Share on the corresponding valuation day. Payment shall in principle be made in Luxembourg no later than three (3) banking days after the day on which the net asset value applicable to the redemption has been determined.

## 6. INVESTMENT MANAGER

The Company and the Management Company have appointed SPSW Capital GmbH as Investment Manager for this sub-fund.

## 7. COSTS

**Remuneration of the Management Company, the UCI Administration, the Custodian Bank, the Investment Manager plus performance fee, and the Distributors**

*Flat-rate fee*

The sub-fund is charged a flat-rate fee in the amount stated under Section 1 of this sub-fund Annex. The flat-rate fee shall be paid to the Management Company. The Management Company pays the remuneration for the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors from this flat-rate fee. The flat-rate fee is calculated and paid pro rata monthly in arrears at the end of the month on the basis of the respective average net share class assets during a month.

The total amount of remuneration for the Management Company, the UCI Administration, the Custodian Bank, the Investment Manager and the Distributors shall be up to 1.80% p.a. of the net sub-fund assets, depending on the Share Class, but at least EUR 20,000.00 p.a. per sub-fund. This compensation is subject to VAT.

The applicable rate of remuneration and the effective costs charged are stated in the annual and semi-annual reports.

*Performance fee*

The Investment Manager also receives, as an incentive, a performance fee of 15% of the net value increase per share of the sub-fund resulting from the ordinary business activity of the sub-fund. The performance fee is paid to the management company and calculated separately for the sub-fund using the following formula:

In the following explanation, “gross share value” means the net asset value per share without the delimitation of the performance fee contained in this net asset value. In other words, to compare the performances, the net asset value per share is used, taking into account all costs, without the performance fee contained therein.

The performance fee amounts to 15% of the positive difference between the percentage change in the so- the ordinary gross share value of the respective class and the benchmark (s. “8. SPECIFIC INFORMATION ON THE BENCHMARK”). The performance fee is calculated on the basis of the number of Shares currently in circulation in the respective Share Class.

The daily return differential between the percentage change in the gross share value of the respective Class and the percentage-based performance of the benchmark is calculated as follows:

Return of the gross share value – return of the benchmark = return differential.

When calculating the performance fee, an additional mechanism is applied that includes that it can only be levied if the cumulative differential calculated using the above method has reached a new **high watermark** since the date of launching the sub-fund. The reference period of the high watermark extends over the entire lifespan of the respective unit classes of the sub-fund. The difference between the cumulative old (before withdrawal of the performance fee) and the new peak value is applied. The performance fee that is proportionally attributable and deferred to the share redemption at the time of an outperformance of the share class during the year is retained for these shares ("crystallisation") and paid to the investment manager at the end of the accounting period. The performance fee of the respective share class is calculated on each valuation day by comparing the percentage change in the share value plus the performance fee amount per share (gross share value) contained in the current share value and the percentage change in the benchmark based on the shares currently in circulation. The deferred total amount changes on the valuation days on which the daily return differential exceeds the high watermark. On the valuation days on which the daily return differential falls below the high watermark, the total amount accrued in the respective share class is released. The performance fee amount already crystallised on share redemptions during the year is retained even in the event of future negative performance.

A disbursable performance fee will be withdrawn from the sub-fund at the end of the financial year (accounting period; 1 January - 31 December of each year); corresponding provisions for the performance fee are made each time the net asset value of the sub-fund is calculated. These provisions are included in the net asset value. A further performance fee is only applicable if and when, at the end of the financial year, the previous high watermark determined for the payment of the remuneration is exceeded.

The calculation period for the performance fee is the financial year. The basis for the initial calculation of the performance fee is the sum of the subscription amounts received in the initial subscription period. After the initial subscription period, the performance fee is determined by comparing the percentage change in the share value plus the performance amount per share (gross share value) contained in the current share value and the percentage change in the benchmark and the applicable return differential.

Should the Company or the sub-fund be liquidated, the net asset value used is that applicable on the day on which the decision was made to dissolve the Company or the sub-fund.

The performance fee is calculated for unit certificate classes that differ from the sub-fund currency (e.g. sub-fund currency USD, class currency EUR) in such a way that the performance of the unit value and the benchmark development are determined in the sub-fund currency. Exchange rate fluctuations therefore have no direct impact on the level of the performance fee in the sub-fund currency.

**Calculation example:**

**Calculation assumptions for end of accounting period 1:**

| | |
|---|---|
| Shares in circulation | 1000 |
| High watermark in EUR | 100 |
| Distribution per share in EUR | 1 |
| Net share value at the end of the accounting period in EUR | 112 |
| Accrued performance fee absolute previous day in EUR | 300 |
| Benchmark value at the beginning of the period | 10,000 |
| Benchmark value at the end of the period | 11,000 |

| | |
|---|---|
| Benchmark value indexed at the end of the period (based on high watermark in EUR) | 110 |
| Performance fee rate | 15% |

**Calculation for end of accounting period 1:**

(EUR 112 + (EUR 300/1,000) + EUR 1 – EUR 110) x 1,000 x 15% = EUR 495

(Net share value plus (already accrued performance fee) plus distribution minus indexed benchmark value) multiplied by circulating units multiplied by performance fee rate

At the end of accounting period 1, a performance fee of EUR 495 can be paid out, as the gross share value (net share value + already accrued performance fee) including distribution of EUR 113.30 exceeds the indexed benchmark of 110.

**Calculation assumptions for end of accounting period 2:**

| | |
|---|---|
| Shares in circulation at start | 1,000 |
| Shares in circulation at end | 800 |
| High watermark in EUR | 112 |
| Distribution per share in EUR | 0 |
| Net share value at the end of the accounting period in EUR | 116.50 |
| Accrued performance fee absolute previous day in EUR | 0 |
| Benchmark value at the beginning of the period | 11,000 |
| Benchmark value at the end of the period | 11,500 |
| Benchmark value indexed at the end of the period (based on high watermark) in EUR | 117.09 |
| Performance fee rate | 15% |

**Calculation of the crystallisation amount at the time of return**

Assumption: Gross share value EUR 115, indexed benchmark EUR 114, redeemed shares 200

(EUR 115 – EUR 114) x 200 x 15% = EUR 30

(Gross share value minus indexed benchmark) multiplied by return multiplied by performance fee rate

An amount of EUR 30 can be crystallised at the time the share certificates are returned, as the gross share value exceeds the indexed benchmark. Regardless of the further performance of the share class, this amount is paid out at the end of the accounting period.

**Calculation for end of accounting period 2:**

(EUR 116.50 + (EUR 0/800) + EUR 0 – EUR 117.09) x 800 x 15% < EUR 0 = no performance fee

(Net share value plus (already accrued performance fee) plus distribution minus indexed benchmark value) multiplied by circulating shares multiplied by performance fee rate

At the end of accounting period 2, no performance fee can be paid out, as the gross share value (net share value + already accrued performance fee) of EUR 116.50 does not exceed the indexed benchmark of EUR 117.09.

At the end of the accounting period, a performance fee is paid in the amount of the crystallisation amount of EUR 30. The performance payout only affects those shareholders who have sold during the year at a gross share price that was higher than the indexed benchmark value.

## 8. SPECIFIC INFORMATION ON THE BENCHMARK

The different Share Classes of the sub-fund use the following benchmarks, although an active investment approach is not limited to target investments included in a benchmark and the portfolio composition may differ significantly from the benchmark:

- **MSCI AC Asia ex Japan Net Total Return USD Index (NDUECAXJ Index).**

The administrator of these benchmarks is MSCI Inc., New York, USA (“MSCI”). MSCI is registered as administrator with the Financial Conduct Authority in the United Kingdom (“FCA”) within the meaning of Regulation (EU) 2016/1011 with MSCI Limited.

The Management Company has established a different benchmark in a robust written plan if the benchmark ceases to exist or changes significantly. The latest version of this robust written plan can be downloaded from www.ethenea.com or obtained free of charge from the Management Company.

## 9. TERM OF THE SUB-FUND

The sub-fund has been launched for an unspecified period of time.

## SPECIAL SECTION VIII.B

As of 1 January 2026

**Pre-contractual disclosure for the financial products referred to in Article 8, paragraphs 1, 2 and 2a, of Regulation (EU) 2019/2088 and Article 6, first paragraph, of Regulation (EU) 2020/852**

**Product name:** MAINFIRST – MEGATRENDS ASIA

**Legal entity identifier:** 529900K3DH1KATAFQY47

**Sustainable investment** means an investment in an economic activity that contributes to an environmental or social objective, provided that the investment does not significantly harm any environmental or social objective and that the investee companies follow good governance practices.

The **EU Taxonomy** is a classification system laid down in Regulation (EU) 2020/852, establishing a list of **environmentally sustainable economic activities**. That Regulation does not lay down a list of socially sustainable economic activities. Sustainable investments with an environmental objective might be aligned with the Taxonomy or not.

# Environmental and/or social characteristics

| **Does this financial product have a sustainable investment objective?** | |
|---|---|
| ☐ **Yes** | ☒ **No** |
| ☐ It will make a minimum of **sustainable investments with an environmental objective**: %<br>☐ in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br>☐ in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy | ☐ It **promotes Environmental/Social (E/S) characteristics** and while it does not have as its objective a sustainable investment, it will have a minimum proportion of % of sustainable investments<br>☐ with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy<br>☐ with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy<br>☐ with a social objective |
| ☐ It will make a minimum of **sustainable investments with a social objective**: % | ☒ It promotes E/S characteristics, but will **not make any sustainable investments** |

## What environmental and/or social characteristics are promoted by this financial product?

The sub-fund promotes the following E/S characteristics:

- climate change mitigation

- slowing of climate change

- protection of human rights

- protection of labour rights

- protection of health

- mitigation of gun violence

- mitigation of corruption

- avoidance of unethical business practices

- promotion of good corporate governance

- mitigation of child labour and forced labour

**Sustainability indicators** measure how the environmental or social characteristics promoted by the financial product are attained.

- What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?

  In order to fulfil the above-mentioned E/S characteristics, the product uses a combination of exclusion criteria and a scoring-based approach.

  The themes of “mitigating environmental damage” and “slowing climate change” are taken into account through the following exclusions:

  - exclusion of companies that violate Environmental Principles 7 to 9 of the UN Global Compact

  - nuclear engagement as measured by share of revenue: Production >5%, support products/services >5% and distribution >25% are excluded

  - thermal coal engagement as measured by share of revenue: extraction >5% and electricity generation >10% are excluded

  - oil sands engagement as measured by share of revenue: extraction >5% is excluded

  - shale gas engagement as measured by share of revenue: extraction >5% is excluded

  - oil and gas engagement as measured by share of revenue: Production >5%, generation 10% and support products/services >25% are excluded

  - Production of single-use plastic: The 100 largest producers of single-use plastic are excluded

- Genetically modified plants and seeds Engagement measured by share of revenue: Development >10% and cultivation >10% are excluded

- Observance of the defined PAIs 1,2,3,4,10,14 (see paragraph on adverse impacts on sustainability factors).

The topics “protection of human rights, labour rights, health”, “mitigation of gun violence”, “mitigation of corruption”, “avoidance of unethical business practices”, “promotion of good corporate governance” and “mitigation of child labour and forced labour” are taken into account through the following exclusions:

- exclusion of companies that violate Principles 1, 2, 3, 4, 5, 6 and 10 of the UN Global Compact

- military engagement as measured by share of revenue: Weapons > 5%, armament-related products and/or services >5% and non-armament-related products and/or services >5% are excluded

- small arms engagement as measured by share of revenue: Non-military customers (offensive weapons) >5%, civilian customers (non-offensive weapons) >5%, key components >5% and military/law enforcement customers >5% are excluded

- controversial weapons are excluded

- The largest sugar producers are excluded

- adult entertainment as measured by share of revenue: Production >10% and distribution >10% are excluded

- tobacco engagement as measured by share of revenue: production >5%, sale >5% and related products/services >5% are excluded

The exclusions listed are supplemented by a scoring-based approach.

The internal ESG assessment model is used to assess the ESG risks that are relevant for the individual companies and to evaluate the active management of ESG risks within the companies. This model uses analyses from an external rating agency and a points system consisting of risk premiums and bonus factors to determine an ESG score.

An internal ESG analysis is prepared for all securities not covered by an external rating agency.

The objective is for the sub-fund’s average ESG score to surpass the score of the benchmark, the MSCI AC Asia ex Japan.

Each company is also continuously monitored for controversies with negative environmental, social and governance (ESG) impacts. Level 1: Low, Level 2:

Moderate, Level 3: Significant, Level 4: High, Level 5: Severe. Investments in companies with Level 5 controversies are excluded.

- What are the objectives of the sustainable investments that the financial product partially intends to make and how does the sustainable investment contribute to such objectives?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

- How do the sustainable investments that the financial product partially intends to make, not cause significant harm to any environmental or social sustainable investment objective?
  E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

**Principal adverse impacts** are the most significant negative impacts of investment decisions on sustainability factors relating to environmental, social and employee matters, respect for human rights, anticorruption and antibribery matters.

  - How were the indicators for adverse impacts on sustainability factors taken into account?
    E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

  - How are the sustainable investments aligned with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights?
    E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The EU Taxonomy sets out a “do no significant harm” principle by which Taxonomy-aligned investments should not significantly harm EU Taxonomy objectives and is accompanied by specific EU criteria.

The “do no significant harm” principle applies only to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining portion of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Any other sustainable investments must also not significantly harm any environmental or social objectives.

**Does this financial product consider principal adverse impacts on sustainability factors?**

☒ Yes, in the sub-fund, the principal adverse impacts of investment decisions on sustainability factors set out in Annex 1 of Table I of Regulation (EU) 2022/1288 of the European Parliament and of the Council of 6 April 2022 are taken into account in the context of Article 7 of Regulation (EU) 2019/2088.

The following adverse impacts on sustainability factors are taken into account in the investment process:

- No. 1 “Greenhouse gas emissions” (Scope 1, Scope 2, Scope 3, Total)

- No. 2 “Carbon footprint”

- No. 3 “Greenhouse gas intensity”

- No. 4 “Participation in fossil fuel companies”

- No. 10 “Violations of the Principles of the UN Global Compact and the OECD Guidelines for Multinational Enterprises”

- No. 14 “Exposure to controversial weapons (anti-personnel mines, cluster munitions, chemical weapons and biological weapons)

The portfolio managers use the analyses of an external rating agency and, when needed, public documents of the companies and notes from direct dialogues with the company management to identify, measure and evaluate adverse sustainability impacts. The adverse sustainability impacts can then be subjected to comprehensive analysis and taken into account in investment decisions.

☐ No,

**What investment strategy does this financial product follow?**

The investment objective of MainFirst - Megatrends Asia is to consistently outperform the MSCI AC Asia ex Japan Net Total Return USD Index. Accordingly, the sub-fund invests in listed equities. The theme-based approach focuses on structurally growing investment themes such as digitalisation, automation and decarbonisation. Companies with structural growth are preferred in the selection process. The investment focus may be on large, mid and small caps. The selection is made after comprehensive company analyses (bottom-up). Derivatives may also be used.
Exclusion criteria are applied prior to security selection in order to achieve the sustainability characteristics: mitigation of environmental damage, slowing of climate change, protection of human rights, protection of labour rights, protection of health, mitigation of armed violence, mitigation of corruption, avoidance of unethical business practices, promotion of good corporate governance, mitigation of child and forced labour.
To further assess a claim to sustainability, the internal scoring model is used on a supplementary basis, and the objective is to ensure that the sub-fund's average ESG score is better than that of its benchmark, the MSCI AC Asia ex Japan Net Total Return USD Index (NDUECAXJ Index). Weighting and selection of securities must be adjusted

accordingly in the event of non-compliance.
The defined PAIs are also taken into account.

The **investment strategy** guides investment decisions based on factors such as investment objectives and risk tolerance.

- What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?

The application and consideration of the following key elements are necessary to ensure the fulfilment of the environmental and social objectives being promoted.

The themes of “mitigating environmental damage” and “slowing climate change” are taken into account through the following exclusions:
- Exclusion of companies that violate Environmental Principles 7 to 9 of the UN Global Compact
- nuclear engagement as measured by share of revenue: Production >5%, support products/services >5% and distribution >25% are excluded
- thermal coal engagement as measured by share of revenue: extraction >5% and electricity generation >10% are excluded
- oil sands engagement as measured by share of revenue: extraction >5% is excluded
- shale gas engagement as measured by share of revenue: extraction >5% is excluded
- oil and gas engagement as measured by share of revenue: Production >5%, generation 10% and support products/services >25% are excluded
- Production of single-use plastic: The 100 largest producers of single-use plastic are excluded
- Genetically modified plants and seeds Engagement measured by share of revenue: Development >10% and cultivation >10% are excluded
- Observance of the defined PAIs 1,2,3,4,10,14 (see paragraph on adverse impacts on sustainability factors).

The topics “protection of human rights, labour rights, health”, “mitigation of gun violence”, “mitigation of corruption”, “avoidance of unethical business practices”, “promotion of good corporate governance” and “mitigation of child labour and forced labour” are taken into account through the following exclusions:
- exclusion of companies that violate Principles 1, 2, 3, 4, 5, 6 and 10 of the UN Global Compact
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- small arms engagement as measured by share of revenue: Non-military customers (offensive weapons) >5%, civilian customers (non-offensive weapons) >5%, key components >5% and military/law enforcement customers >5% are excluded
- controversial weapons are excluded
- The largest sugar producers are excluded
- adult entertainment as measured by share of revenue: Production >10% and distribution >10% are excluded
- tobacco engagement as measured by share of revenue: production >5%, sale >5% and related products/services >5% are excluded

The exclusions listed are supplemented by a scoring-based approach.
The internal ESG assessment model is used to assess the ESG risks that are relevant for the individual companies and to evaluate the active management of ESG risks within the companies. This model uses analyses from an external rating agency and a points system consisting of risk premiums and bonus factors to determine an ESG score.
An internal ESG analysis is prepared for all securities not covered by an external rating agency. The objective is for the sub-fund's average ESG score to surpass the score of the benchmark, the MSCI AC Asia ex Japan Net Total Return USD Index (NDUECAXJ Index).

Each company is also continuously monitored for controversies with negative environmental, social and governance (ESG) impacts. Level 1: Low, Level 2: Moderate, Level 3: Significant, Level 4: High, Level 5: Severe. Investments in companies with Level 5 controversies are excluded.

- What is the committed minimum rate to reduce the scope of the investments considered prior to the application of that investment strategy?
  The sub-fund does not have a commitment to reduce the investment universe by a certain minimum rate.

**Good governance practices** include sound management structures, employee relations, remuneration of staff and tax compliance.

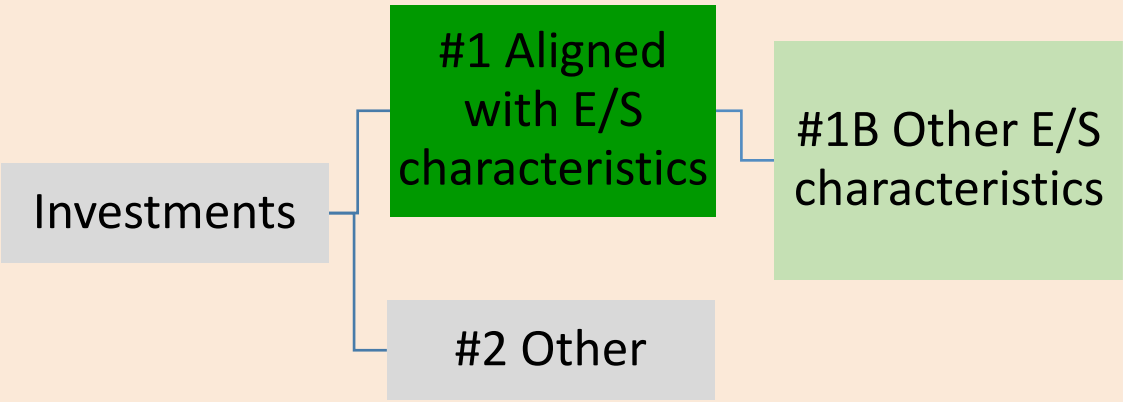
- What is the policy to assess good governance practices of the investee companies?

The incorporation of ESG scores means that corporate governance is included as a fundamental element. Indicators are used here to evaluate management as well as to assess corporate governance at events that have an impact on the environment and society.
Companies are also subjected to a controversy review. This involves assessing the involvement of companies in incidents with negative environmental, social and governance (ESG) impacts.
Other key factors are the exclusion of companies that violate the UN Global Compact and the exercise of voting rights based on our principles and strategy for exercising voting rights. Our voting rights policy can be found at www.ethenea.com/esg.

**What is the asset allocation planned for this financial product?**

**Asset allocation** describes the share of investments in specific assets.

Taxonomy-aligned activities are expressed as a share of:
- **Turnover** reflecting the share of revenue from green activities of investee companies
- **Capital expenditure** (CapEx) showing the green investments made by investee companies, e.g. for a transition to a green economy
- **Operational expenditure** (OpEx) reflecting green operational activities of investee companies.




**#1 Aligned with E/S characteristics** includes the investments of the financial product used to attain the environmental or social characteristics promoted by the financial product. The minimum share of these investments is 51%.

**#2 Other** includes the remaining investments of the financial product which are neither aligned with the environmental or social characteristics, nor are qualified as sustainable investments.

Category **#1 Aligned with environmental or social characteristics** includes the following sub-categories:

– The sub-category **#1 Sustainable investment** covers sustainable investments with environmental or social objectives. The minimum share of these investments is 0%.

The sub-category **#1B Other E/S characteristics** covers investments aligned with the environmental or social characteristics that do not qualify as sustainable investments.

- How does the use of derivatives attain the environmental or social characteristics promoted by the financial product?
  The sub-fund may use financial derivative instruments for investment and hedging purposes. Derivatives are not used to achieve the environmental or social characteristics promoted by the financial product.

**To what minimum extent are sustainable investments with an environmental objective aligned with the EU Taxonomy?**

The main objective of this sub-fund is to contribute to the pursuit of E/S characteristics. which is why this sub-fund does not currently undertake to invest a minimum proportion of

its total assets in environmentally sustainable economic activities in accordance with Article 3 of the EU Taxonomy Regulation (2020/852). This also applies to information on investments in economic activities that are classified as enabling or transitional activities under Article 16 or 10(2) of the EU Taxonomy Regulation (2020/852).

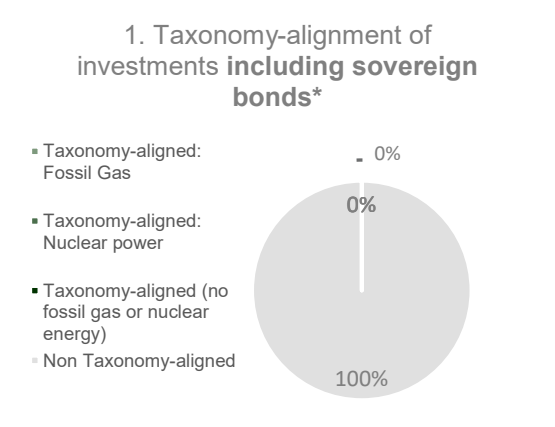
- **Does the financial product invest in fossil gas and/or nuclear energy**[****] **related activities that comply with the EU Taxonomy?**

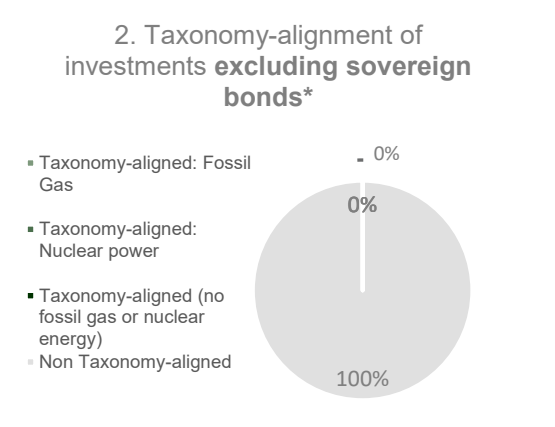
☐ Yes

☐ In fossil gas ☐ In nuclear power

☒ No

The two graphs below show in green the minimum percentage of investments that are aligned with the EU Taxonomy. As there is no appropriate methodology to determine the taxonomy-alignment of sovereign bonds*, the first graph shows the Taxonomy alignment in relation to all the investments of the financial product including sovereign bonds, while the second graph shows the Taxonomy alignment only in relation to the investments of the financial product other than sovereign bonds.




This graph represents x% of the total investments. The investment policy does not specify the extent of investments in government bonds in the fund, meaning that this may be subject to change. It is not possible to determine the share of total investments, as this can vary from 51 to 100%.

[****]Fossil gas and/or nuclear related activities will only comply with the EU Taxonomy where they contribute to limiting climate change ("climate change mitigation") and do not significantly harm any EU Taxonomy objectives - see explanatory note in the left hand margin. The full criteria for fossil gas and nuclear energy economic activities that comply with the EU Taxonomy are laid down in Commission Delegated Regulation (EU) 2022/1214.

| | | | |
|---|---|---|---|
| Taxonomy-aligned: Fossil gas | 0% | Taxonomy-aligned: Fossil Gas | 0% |
| Taxonomy-aligned: Nuclear Energy | 0% | Taxonomy-aligned: Nuclear Energy | 0% |
| Taxonomy-aligned (no fossil gas or nuclear energy): | 0% | Taxonomy-aligned (no fossil gas or nuclear energy): | 0% |
| Other investments: | 100% | Other investments: | 100% |

*For the purpose of these graphs, “sovereign bonds” consist of all sovereign exposures.

- What is the minimum share of investments in transitional and enabling activities?
  Transitional activities: 0%
  Enabling activities: 0%

are sustainable investments with an environmental objective that **do not take into account the criteria** for environmentally sustainable economic activities under the EU Taxonomy.

**What is the minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy?**

E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy is 0%

**What is the minimum share of socially sustainable investments?**

E/S characteristics are promoted with the financial product, but no sustainable investments will be made.

The minimum share of socially sustainable investments is 0%

**What investments are included under “#2 Other”, what is their purpose and are there any minimum environmental or social safeguards?**

This includes hedging instruments, investments for diversification purposes, investments for which no data is available and cash. The sustainability indicators used to measure the achievement of the individual E/S characteristics in “#1 Investments geared towards E/S characteristics” are not systematically applied in “#2 Other”.

Minimum social and environmental protection is available for investments where a UNGC audit is possible. This includes, for example, shares, but not cash or derivatives.

**Reference benchmarks** are indexes to measure whether the financial product attains the environmental or social characteristics that they promote.

**Is a specific index designated as a reference benchmark to determine whether this financial product is aligned with the environmental and/or social characteristics that it promotes?**

☐ Yes,

☒ No

- How is the reference benchmark continuously aligned with each of the environmental or social characteristics promoted by the financial product?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- How is the alignment of the investment strategy with the methodology of the index ensured on a continuous basis?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- How does the designated index differ from a relevant broad market index?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

- Where can the methodology used for the calculation of the designated index be found?
  No index is designated as a reference benchmark to determine whether this Subfund is aligned with the environmental and/or social characteristics that it promotes.

**Where can I find more product specific information online?**
**More product-specific information can be found on the website**: www.ethenea.com/esg_doc_mf

# ARTICLES OF ASSOCIATION

**MainFirst, Société d'investissement à capital variable.**

## Title I. - Name - Registered Office - Duration - Purpose

**ARTICLE 1 - NAME**

1.1 A public limited company in the form of an investment company with variable capital (société d'investissement à capital variable, SICAV) under the name MainFirst is hereby established.

**ARTICLE 2 - REGISTERED OFFICE**

2.1 The Company's registered office is in the municipality of Strassen in the Grand Duchy of Luxembourg. Branches or other offices may be established by simple resolution of the Board of Directors both in the Grand Duchy of Luxembourg and abroad (but not in the United States of America).

2.2 If, in the opinion of the Board of Directors, exceptional political or military events occur or are imminent which affect the normal course of business of the Company at its registered office or the smooth communication with that registered office or between the registered office and abroad, the registered office may be temporarily transferred abroad until such time as these exceptional circumstances have been fully rectified; however, this provisional measure shall have no effect on the nationality of the Company, which shall remain a Luxembourg company notwithstanding such temporary transfer.

**ARTICLE 3 - DURATION**

3.1 The Company shall be established for an indefinite period.

**ARTICLE 4 - PURPOSE**

4.1 The exclusive purpose of the Company is to invest the funds available to it in transferable securities and other legally permissible assets with the aim of enabling its shareholders to participate in the income from the management of its assets in accordance with the principle of risk diversification.

4.2 The Company may, in the broadest sense and within the framework of Part I of the Law of 17 December 2010 on undertakings for collective investment, as amended (the "Law of 2010"), take all measures and carry out all transactions it deems appropriate in the performance and development of its purpose.

## Title II. - Share Capital - Shares - Net Asset Value

**ARTICLE 5 - CAPITAL SHARE CLASSES**

5.1 The share capital of the Company shall be represented by fully paid-up no-par value shares and shall at all times equal the total value of the net assets of the Company pursuant to Article 11 below. The minimum capital shall at all times be one million, two hundred and fifty thousand euros (EUR 1,250,000).

5.2 The initial capital shall be one hundred and twenty-five thousand euros (EUR 125,000) and shall be divided into two thousand five hundred (2500) fully paid-up no-par value shares.

5.3 The minimum capital of the Company must be reached within six months of the Company's authorisation as an Undertaking for Collective Investment in Transferable Securities (UCITS) pursuant to the provisions of Luxembourg law.

5.4 Shares issued in accordance with the provisions of Article 7 may, at the discretion of the Board of Directors, belong to different classes. The proceeds from the issue of Shares in a Class will be invested in

securities and other legally permissible assets in accordance with the investment policy established by the Board of Directors for each sub-fund (as defined below), taking into account the investment restrictions laid down by law or by the Board of Directors.

5.5 The Board of Directors decides on the formation of separate assets (sub-funds) within the meaning of Article 181(1) of the Law of 2010, which may consist of one or more Share Classes as defined in Article 11. In the relationship between the shareholders, these assets are allocated exclusively to the Share Class(es) issued to the respective sub-fund.

5.6 To determine the capital of the Company, the net assets attributable to the relevant Share Classes of a sub-fund are converted into euros, if it is not already in euros, and the capital of the Company as a whole corresponds to the sum of the net assets of the Share Classes of all sub-funds.

5.7 The Board of Directors may set up sub-funds in the form of master or feeder sub-funds as defined in Article 77(1) of the Law of 2010.

**ARTICLE 6 - FORM OF THE SHARES**

6.1 The Company may issue Shares in the form of Bearer Shares or Registered Shares. Bearer Shares are only issued in the form of a global certificate held in a clearing and settlement system.

6.2 The issued Shares, regardless of their form, may be issued as either accumulating or distributing Shares.

6.3 The Board of Directors may issue Classes of Shares as detailed in the respective Special Sections of the full prospectus. The Board of Directors shall determine the terms (determination of the initial issue date at the initial issue price) by means of a resolution passed by same.

6.4 Savings and withdrawal plans for Registered Shares of all A and B Share Classes held in the Share Register are not offered. Savings and withdrawal plans at custodian institutions are offered for Bearer Shares of the A and B Share Classes.

6.5 The net return from the issue of Shares shall be invested in the corresponding sub-fund's assets.

6.6 The Board of Directors shall set up separate assets for each sub-fund. Each of these assets shall be allocated exclusively to the Shares issued for the relevant sub-fund considering the ratio of the shareholders concerned.

6.7 Each sub-fund shall only be only liable for its own obligations to third parties and to creditors in particular. Pursuant to the Law of 2010, the Company is not liable as a whole, irrespective of which sub-fund's liabilities are concerned.

6.8 Registered Shares are entered into a Share Register maintained by the Company or one or several person(s) commissioned by the Company to this effect. The registration comprises the name of each holder of Registered Shares, the holder's domicile or chosen ordinary residence as communicated to the Company, the number of Registered Shares held and the amount paid in for each such Share.

6.9 Entry of the shareholder's name in the register is proof of their ownership.

6.10 Subject to the Company's consent, Shares may also be held via an intermediary such as a trustee or nominee. In such cases, the trustee or nominee is entered into the register following the subscription of Shares. However, all shareholders may at any time have their own name entered in the register by requesting that the trustee or nominee transfer the Shares to the shareholder.

6.11 Bearer Shares are issued in the form of global certificates. shareholders are not entitled to the delivery of physical securities.

6.12 All Shares must be fully paid in; they have no face value and do not grant any preference or pre-emptive rights. Pursuant to the legal provisions and the stipulations of the Articles of Association, each Share grants one vote in any General Meeting, irrespective of the corresponding sub-fund.

**ARTICLE 7 - ISSUE OF SHARES**

7.1 Accumulating and/or distributing Shares in each sub-fund are issued at the subscription price. This price is calculated on any valuation day on the basis of the net asset value per Share.

7.2 As soon as sub-funds are available for subscription, the Company may determine an initial subscription period in which the Shares are issued at a fixed initial subscription price plus a sales charge if applicable.

7.3 After the initial subscription period, the Shares of the various sub-funds are issued at an issue price based on the net asset value per Share on the relevant valuation day. Moreover, a sales charge is applied which can be credited wholly or partially to the Distributor commissioned with the sale of the Shares in the country in which the investor is ordinarily resident.

7.4 Subscription applications for the acquisition of Registered Shares may be submitted to the Management Company, the Registrar and Transfer Agent and the Distributor, if any. These receiving offices are obligated to forward the subscription applications to the Registrar and Transfer Agent immediately. Subscription applications are considered to have been received when they are received at the Registrar and Transfer Agent. which accepts the subscription orders on behalf of the Management Company.

7.5 Subscription orders arriving at the Registrar and Transfer Agent by no later than 12 noon (Luxembourg time) on the valuation day are settled after acceptance at the subscription price applicable on that valuation day. Orders arriving after 12 noon (Luxembourg time) on the valuation day are settled after acceptance at the subscription price of the following valuation day.

7.6 The issue price must be paid within three (3) bank working days (bank working day) of receipt of subscription.

7.7 In any case, the issue price shall be determined after the specified cut-off time in order to ensure that investors subscribe based on prices that are not known to them in advance.

7.8 Individual sub-funds may deviate from these general regulations. In this case, the special regulation for the sub-fund is described in the Special Section to the full prospectus containing the description of this sub-fund.

7.9 The Company reserves the right to reject or only partially accept any subscription order. Moreover, the Company reserves the right to suspend the issue and redemption of Shares of any sub-fund without prior notice and at any time.

7.10 The Company may resolve to issue fractions of Shares if the net amount of a subscription is not sufficient for whole Shares and the investor has not given instructions to subscribe to whole Shares only. Fractions of Registered Shares may be issued up to one hundredth of a Share.

7.11 Subscription orders sent to the Distributor or other intermediaries must in any case include the purchaser's proxy statement granting sub-proxies.

7.12 Should the Company suspend calculation of the net asset value per Share for a sub-fund (see Article 11 the Articles of Association), no Shares shall be issued for the relevant sub-fund during the time of the suspension.

**ARTICLE 8 - REDEMPTION OF SHARES**

8.1 Pursuant to the Articles of Association and subject to the following stipulations, every shareholder of the Company is entitled to request from the Company at any time the redemption of some or all of the Shares they hold in a sub-fund.

8.2 shareholders who wish to redeem all or a part of their Shares must submit a written, irrevocable application to the Company. Such application shall detail the following: the identity and the address of the applicant, the number of Shares to be redeemed or the amount for which the shareholder wishes to redeem Shares, and the name of the sub-fund in which the Shares have been issued. The redemption price may not be paid to any person other than the shareholder. Any exceptions are subject to a review by the Custodian Bank of the information provided.

8.3 The redemption price can only be paid out if all of the documents required for the redemption are submitted with the redemption application in the proper form, as well as any certificates, where applicable.

8.4 Completed redemption and conversion applications for the redemption or conversion of Registered Shares may be submitted to the Management Company, the Registrar and Transfer Agent and the Distributor, if any, and the country-specific institution. These offices are obligated to forward the redemption and conversion applications to the Registrar and Transfer Agent immediately.

8.5 Redemption orders received by the Registrar and Transfer Agent by no later than 12 noon (Luxembourg time) on the valuation day are settled after acceptance at the redemption price applicable on that valuation day. Orders arriving after 12 noon (Luxembourg time) on the valuation day are settled after acceptance at the redemption price of the following valuation day.

8.6 As a general rule, the redemption price shall be paid in the currency of the relevant sub-fund or – upon shareholder's application – in another currency as specified by the shareholder and available from the Custodian Bank, with the exchange-related costs charged to the shareholder.

8.7 The redemption price of Shares may be higher or lower than the relevant purchase or subscription price. The redemption price corresponds to the net asset value per Share on the corresponding valuation day. It is generally paid out in Luxembourg, at the latest five (5) banking days after the day on which the net asset value applicable to the redemption has been calculated. The sub-fund specific determination of the deadline for payment of the redemption price is defined in the relevant Special Section of the full prospectus.

8.8 Payments are made at the shareholder's risk by bank transfer to an account specified by the shareholder. If the account is held by a third party, the restriction defined in 6.2 shall apply accordingly.

8.9 Redeemed Shares shall be cancelled.

8:10 Redemptions of a sub-fund's Shares shall not be carried out during any period when calculation of the net asset value per Share for that sub-fund has been suspended.

8.11 Should the incoming redemption (Article 8 of the Articles of Association) or conversion orders (Article 9 of the Articles of Association) for Shares, on a day on which the redemption or conversion of Shares is possible, exceed 10% of the relevant sub-fund's outstanding Shares, the Board of Directors or Management Company may resolve to suspend all or a part of the redemption and conversion orders for a specified period of time and under consideration of the Company's interests; however, such suspension must as a general rule not exceed seven (7) valuation days. The processing of these redemption and conversion orders is then given priority over the processing of subsequent orders received after the initial redemption date.

8.12 Pursuant to Article 10 of the Articles of Association, the Company is authorised to repurchase all Shares held by a U.S. person.

8.13 In order to protect the remaining investors, Shares which are presented for redemption may be subject, at the discretion of the Board of Directors, to a redemption fee (the redemption fee). Further details as to whether and in what amount a redemption fee is levied can be found in the relevant sub-fund Annex.

8.14 The redemption fee will be deducted from the redemption proceeds paid for the respective redemption order. The redemption fee will be applied to the respective sub-fund and shall be used as a priority for the purpose of paying the costs of settling the redemption order as well as generating available redemption

funds. The Board of Directors reserves the right at its discretion to waive the redemption fee in whole or in part for any Share Class.

**ARTICLE 9 - CONVERSION OF SHARES**

9.1 Pursuant to the stipulations of the Articles of Association and subject to the following stipulations, every shareholder may convert Shares issued in one sub-fund into Shares of another sub-fund.

9.2 The conversion of Shares within a sub-fund or between different sub-funds is possible on any valuation day.

9.3 The shareholder shall place the conversion order with the Company by fax or in writing. The procedures and time limits applicable to the redemption of Shares shall also apply to the conversion of Shares.

9.4 A conversion order shall be executed when a properly completed conversion order is received by the Registrar and Transfer Agent.

9.5 The conversion ratio for the relevant Shares is calculated based on the relevant Shares' net asset values on the same valuation day. The Board of Directors and Management Company are authorised to allow the conversion on condition that the relevant costs incurred at the agents charged with the conversion of Shares are paid.

9.6 Conversion of Shares shall not take place during any period when calculation of the net asset value per Share has been suspended with regard to the relevant Shares of the Company.

**ARTICLE 10 - RESTRICTIONS ON OWNERSHIP OF SHARES**

10.1 The Company may restrict or prohibit the ownership of its Shares in respect of any natural person or legal entity if, in the opinion of the Company, a breach of Luxembourg or foreign law would give rise to concerns that the Company would otherwise be subject to a law other than Luxembourg law (including, but not limited to tax law) or would otherwise be prejudicial to the Company.

10.2 In particular, it may restrict or prohibit the property rights of nationals of the United States of America as defined in this Article and to that end it may:

(a) refuse to issue Shares and register a transfer of Shares if such issue or transfer appears to have the effect of transferring ownership of the Share to a U.S. Person; and

(b) require any person entered in the register of Registered Shares or any other person requesting their entry to provide the Company with all information and documents deemed necessary by the Company and, if necessary, to provide an affidavit stating whether the Shares are economically attributable to a United States national or whether a U.S. Person is the beneficial owner; and

(c) deny the right to vote to any U.S. Person at any General Meeting; and

(d) instruct a shareholder to sell their Shares and require evidence that such sale was effected thirty (30) days after such instruction, provided that the Company reasonably believes that a national of the United States of America alone or together with other persons is the beneficial owner of the Shares in the Company. If the shareholder concerned fails to comply with this obligation, the Company may forcibly redeem all the Shares held by this shareholder or arrange for such redemption to be effected, subject to the following procedure:

10.3 The Company will send a notice (redemption notice) to the shareholder holding the Shares or appearing in the register of Registered Shares as owner of the Shares; the redemption notice specifies the securities to be redeemed, the procedure by which the redemption price is determined and the name of the purchaser.

10.4 The redemption notice will be sent to the shareholder by registered letter addressed to the last known address of the shareholder or the address entered in the register of Registered Shares. The shareholder concerned is obliged to immediately submit the certificate(s) representing the Shares specified in the redemption notice.

10.5 Immediately after close of business on the day specified in the redemption notice, the shareholder concerned shall no longer be the owner of the Shares specified in the redemption notice; for Registered Shares, the name of the shareholder shall be deleted from the register.

10.6 The price at which the Shares specified in the redemption notice will be repurchased (redemption price) will be calculated on the basis of the net asset value per share of the relevant Share Class on the valuation day determined by the Board of Directors for the redemption of the Shares which immediately precedes the date of the redemption notice or immediately follows the submission of the certificates for the specified Shares, taking into account the principles set out in Article 8; the lower of the two prices will be used and the commissions also provided for will be deducted.

10.7 The redemption price shall be paid to the former shareholder in a currency determined by the Board of Directors for the payment of the redemption price of the Shares of the relevant Share Class; the price shall be deposited by the Company with a bank in Luxembourg or abroad (as specified in the redemption notice) after determination of the final redemption price and submission of the share certificate(s) specified in the redemption notice, including the coupons not yet due. Immediately after the announcement of the redemption notice, the former owner of the Shares listed in the redemption notice may no longer assert a right to their Shares or a claim against the Company or its assets, with the exception of the right of the shareholder appearing as the owner of the Shares to receive the deposited price (interest-free) from the bank after the actual return of the certificate or certificates. If the redemption price has not been claimed within five (5) years of the date specified in the redemption notice, the price may no longer be claimed and will be forfeited in favour of the sub-fund established for the relevant Share Class(es). The Board of Directors is fully empowered to periodically take such measures as may be necessary to approve on behalf of the Company any action necessary to ensure such forfeit.

10.8 The exercise by the Company of the powers conferred by this Article may in no case be questioned or for invalidated on the grounds that the ownership of the Shares has not been sufficiently demonstrated in relation to a particular person or that another person is entitled to the Share which has not been authorised by the Company's redemption notice, provided that the Company exercises its powers in good faith.

10.9 The term "U.S. Person" under the provisions of these Articles means any citizen or resident of the United States of America and any corporation or association organised or incorporated under the laws of any state, confederation, territory or possession of the United States of America, and any legal successor or trust whose source of income outside the United States of America is included in the American income tax payable by such legal successor or trust, as well as any firm, company or other business entity, provided that ownership thereof, regardless of nationality, place of residence, location or domicile under the applicable provisions of United States income tax law can be attributed to one or more United States nationals or other persons who are nationals of the United States of America pursuant to Regulation S of the United States Securities Act of 1933 or the provisions of the United States Internal Revenue Code of 1986, as amended.

10.10 The term "U.S. Persons" as used in these Articles shall not apply to subscribers to Shares in a company in connection with its formation, provided that such subscriber holds the shares for the purpose of resale.

**ARTICLE 11 - CALCULATION OF THE NET ASSET VALUE PER SHARE**

11.1 The net assets of the Company are denominated in euro (EUR) ("reference currency").

11.2 The value of a Share ("net asset value per Share") is denominated in the currency indicated in the respective Special Section to the full prospectus ("sub-fund Currency") unless another currency in

derogation of this is indicated for any additional Share Classes in the respective Special Section of the full prospectus ("Share Class Currency").

11.3 The net asset value per share is calculated by the Management Company or one of its agents under the supervision of the Custodian Bank on each banking day in Luxembourg with the exception of 24 and 31 December of each year ("valuation day"), published with the date of the preceding trading day and rounded to two decimal places. The Board of Directors may decide on a different arrangement for individual sub-funds, in which case it should be taken into account that the net asset value per share should be calculated at least twice a month.

11.4 To calculate the net asset value per Share, the value of the assets held in each Fund less the liabilities of the Fund ("net sub-fund assets") is determined on each valuation day and divided by the number of Shares in circulation on the valuation day.

However, the Investment Company may decide to calculate the net asset value per share on 24 and 31 December of a given year, without this determination of value being a calculation of the net asset value per share on a valuation day as defined above in sentence 1 of this number 4. As a result, shareholders may not request the issue, redemption and/or conversion of shares on the basis of a net asset value per share calculated on 24 December and/or 31 December of a given year.

11.5 To calculate the share value, the value of the assets held in each sub-fund less the liabilities of the respective sub-fund ("net sub-fund assets") is determined on each valuation day and divided by the number of units of the respective sub-fund in circulation on the valuation day.

11.6 If applicable legal regulations or the provisions of these Articles of Association require the situation of the net company assets to be described in the annual or semi-annual reports and other financial statistics, the assets of the respective sub-fund will be converted into the reference currency. The net assets of each sub-fund are calculated according to the following principles:

a) securities, money market instruments, derivative financial instruments (derivatives) and other investments officially listed on a stock exchange are valued at the last available price which ensures a reliable valuation of the exchange day preceding the valuation date.

   The Management Company may decide for individual sub-funds that securities, money market instruments, derivative financial instruments (derivatives) and other investments not officially listed on a stock exchange can be valued at the last available closing price which ensures a reliable valuation. This is mentioned in the respective Special Section of the sub-funds concerned in the full prospectus.

   If transferable securities, money market instruments, derivative financial instruments (derivatives) and other investments are officially listed on more than one securities exchange, the price listed on the exchange with the highest liquidity will be the price used for this calculation.

b) securities, money market instruments, derivative financial instruments (derivatives) and other investments not officially listed on a stock exchange (or whose exchange rates are considered non-representative, e.g. due to a lack of liquidity), which are, however, traded on a regulated market, are valued at a rate that may be no less than the bid price and no higher than the offer price of the trading day preceding the valuation day and which the Management Company holds in good faith for the best possible price at which the securities, money market instruments, derivative financial instruments (derivatives) and other investments can be sold.

   The Management Company may decide for individual sub-funds that securities, money market instruments, derivative financial instruments (derivatives) and other investments not officially listed on a stock exchange (or whose exchange rates are considered non-

representative, e.g. due to a lack of liquidity), which are, however, traded on a regulated market, are valued at the last available price there which the Management Company holds in good faith for the best possible price at which the securities, money market instruments, derivative financial instruments (derivatives) and other investments can be sold. This is mentioned in the respective Special Section of the sub-funds concerned in the full prospectus.

c) OTC derivatives are valued at the verifiable basis determined by the Management Company on a daily basis.

d) units of UCITS or UCIs shall be valued at the last redemption price determined before the valuation day, or at the last available price which ensures a reliable valuation. If redemption is suspended or no redemption prices are established for certain investment units, these units and all other assets will be valued at their market value, as determined in good faith by the Management Company in line with generally accepted and verifiable valuation rules.

e) If the prices in question are not fair market prices, if the financial instruments listed under b) are not traded on a regulated market and if no prices are set for financial instruments different from those listed under (a)-(d), then these financial instruments and the other legally permissible assets shall be valued at their current market value, which shall be established in good faith by the Management Company on the basis of generally accepted and verifiable valuation rules (e.g. suitable valuation models taking account of current market conditions).

f) liquid funds are valued at their nominal value plus interest.

g) receivables, e.g. deferred interest claims and liabilities are always stated at their nominal value.

h) The market value of securities, money-market instruments, derivatives (derivatives) and other assets denominated in a currency other than that of the sub-fund will be converted into the sub-fund currency at the exchange rate of the trading day preceding the valuation day, using WM/Reuters fixing at 5 p.m. (4 p.m. GMT). Gains and losses on foreign exchange transactions are shown net.

The management company can determine for individual sub-funds that securities, money market instruments, derivatives and other assets denominated in a currency other than the respective sub-fund currency are converted into the relevant sub-fund currency on the basis of the exchange rate determined on the valuation day. Gains and losses on foreign exchange transactions are shown net. This is mentioned in the Annex to the Prospectus.

11.7 The respective net assets of the sub-fund are reduced by any distributions which may be paid to the shareholders of the relevant sub-fund.

11.8 The net asset value per Share is calculated pursuant to the aforementioned criteria separately for each sub-fund. However, if share classes have been established within a sub-fund, the resulting calculation of the net asset value per share within the relevant sub-fund will be made separately for each share class using the criteria listed above.

**ARTICLE 12 - FREQUENCY AND TEMPORARY SUSPENSION OF THE CALCULATION OF THE NET ASSET VALUE PER SHARE, AS WELL AS OF THE ISSUE, REDEMPTION AND CONVERSION OF SHARES**

12.1 The net asset value per Share of each sub-fund and the issue, redemption and conversion price shall be calculated by the Company in accordance with the principles set out in Articles 11.3 and 11.4.

12.2 The Company may suspend the calculation of the net asset value per Share and the issue, redemption and conversion of Shares of one Share Class into another Share Class under the following circumstances:

(a) if one or more stock exchanges or other markets on which a substantial part of the assets of the Company attributable to the Share Class in question is regularly listed or traded are closed for reasons other than public holidays, or if the transactions have been suspended or subject to restrictions there, provided that such closure, restriction or suspension affects the valuation of the assets of the Company listed or traded there;

(b) if, in the opinion of the Board of Directors, an emergency exists as a result of which the Company is unable to dispose of or value assets attributable to a particular Share Class; or

(c) if the means of communication which are used to determine the price or value of an investment in a Share Class or prices on a stock exchange or other market are not operating; or

(d) the net asset value calculation of a sub-fund if that sub-fund invests as a feeder sub-fund in a master sub-fund within the meaning of Article 18.5 and the net asset value calculation of the master sub-fund is suspended; or

(e) upon publication of the convocation of a General Meeting which is to decide on the dissolution of the Company.

12.3 Such suspension shall be published by the Company if it considers it appropriate and communicated to shareholders who have made an application for subscription, redemption or conversion in respect of Shares whose net asset value calculation has been suspended.

12.4 During the suspension of the net asset value calculation, applications for subscription, redemption or conversion of Shares may be revoked if such revocation is received by the Company before the expiry of this suspension period.

12.5 The suspension in respect of one Share Classes has no effect on the calculation of the net asset value, issue price, redemption price or conversion price of the other Share Classes.

# Title III. - Administration and supervision

### ARTICLE 13 - MEMBERS OF THE BOARD OF DIRECTORS

13.1 The Company is managed by a Board of Directors composed of at least three members who need not be shareholders. The term of office of the members of the Board of Directors shall not exceed six (6) years.

13.2 The members of the Board of Directors are elected by the shareholders at their General Meeting, which also determines the number of members of the Board of Directors and their remuneration.

13.3 The members of the Board of Directors are elected by a majority of the votes of the Shares present or represented.

13.4 Any member of the Board of Directors may be dismissed or replaced at any time by resolution of the General Meeting, or dismissed or replaced without cause.

13.5 In the event of a vacancy on the Board of Directors, the other members of the Board of Directors may appoint a temporary member; the shareholders shall pass a final resolution on this appointment at the subsequent Meeting.

### ARTICLE 14 - MEETINGS OF THE BOARD OF DIRECTORS

14.1 The Board of Directors shall elect from among its members a Chairman and, if appropriate, one or more Vice-Chairmen. It may elect a secretary, who need not be a member of the Board of Directors and who shall draw up the minutes of the meetings of the Board of Directors and of the General Meetings of

shareholders. The Board of Directors will meet upon convocation by the Chairman or any two Directors, at the place indicated in the convocation.

14.2 The Chairman of the Board of Directors chairs the meetings of the Board of Directors and the General Meetings of shareholders. In the absence of the Chairman, the General Meeting or the Board of Directors shall appoint by a majority another member of the Board of Directors or, in the case of the General Meeting, any other person to chair such meetings.

14.3 The Board of Directors may, as appropriate, appoint directors or other general agents, including a general director, associate general directors and other directors and general agents, as it deems necessary for the successful conduct of the business of the Company. Such appointments may be revoked by the Board of Directors at any time. Directors and general agents need not be directors or shareholders of the Company. The Directors and general agents shall have the powers granted to them by the Board of Directors and shall perform the duties assigned to them by the Board of Directors, except as otherwise provided for in these Articles of Association.

14.4 A convocation of a meeting of the Board of Directors shall be provided in writing to all members of the Board of Directors at least twenty-four (24) hours before the scheduled date of the meeting, except in the case of an urgent matter, in which case the nature and reasons for such urgency shall be stated in the convocation. The convocation may be dispensed with if each member of the Board of Directors has consented in writing by telephone, telex, fax or similar means of communication. An individual convocation is not required for meetings of the Board of Directors held at a time and at a place as defined in a previous resolution of the Board of Directors.

14.5 Each member of the Board of Directors may appoint another member of the Board of Directors in writing, by telegram or by telex as his/her deputy at a meeting of the Board of Directors. A member of the Board of Directors may represent one or more other member of the Board of Directors.

14.6 Each member of the Board of Directors may attend a meeting of the Board of Directors by telephone conference or other similar means of communication which ensure that all persons attending such meeting are able to hear the other persons. Attendance at a meeting in the manner described above shall be equivalent to physical attendance at that meeting.

14.7 The members of the Board of Directors may only act within the framework of duly convened meetings of the Board of Directors. The member of the Board of Directors may not bind the Company by their individual signature unless they have been authorised to do so by a resolution of the Board of Directors.

14.8 The Board of Directors may only adopt resolutions and take actions with legal effect if at least the majority of the members of the Board of Directors or another number of members of the Board of Directors determined by the Board of Directors are present or represented.

14.9 The resolutions of the Board of Directors shall be recorded in the minutes and the corresponding minutes shall be signed by the Chairman of the meeting of the Board of Directors. Copies of extracts of such minutes, which are to be submitted in any judicial or other proceedings, shall be validly signed by the Chairman of the Meeting or by two members of the Board of Directors.

14.10 Resolutions are adopted by a majority of the votes of the members of the Board of Directors present or represented. In the event of a tied vote, the Chairman shall have the casting vote.

14.11 The Board of Directors may take unanimous decisions by circular resolution, the approval of which may be given on one or more documents, as well as by telephone, telegram, telex, fax or other similar means of communication, the contents of which must be confirmed in writing; the entirety of the documents shall constitute the record evidencing the decision taken.

## ARTICLE 15 - POWERS OF THE BOARD OF DIRECTORS

15.1 The Board of Directors shall have the broadest possible powers to direct and manage the business activities and to carry out acts of disposition and administration within the scope of the purpose of the Company, subject to compliance with the investment policy pursuant to Article 18.

15.2 All tasks not expressly assigned to the General Meeting by law or by these Articles of Association are delegated to the Board of Directors.

## ARTICLE 16 - OBLIGATION OF THE COMPANY VIS-À-VIS THIRD PARTIES

16.1 The Company shall be legally bound with respect to third parties by the joint signature of two members of the Board of Directors or by the sole or joint signature of the person(s) authorised to do so by the Board of Directors.

## ARTICLE 17 - DELEGATION OF POWERS

17.1 The Board of Directors of the Company may delegate its powers within the framework of day-to-day management in connection with the investments of the Company (including signatory powers) and the representation of the Company in connection with such management to one or more members of the Board of Directors or to one or more natural or legal person(s) who are not required to be members of the Board of Directors and who shall have the powers determined by the Board of Directors and who may delegate such powers, subject to the authorisation of the Board of Directors.

17.2 The Board of Directors may also grant special powers of attorney by notarial or private deed.

## ARTICLE 18 - INVESTMENT POLICY AND INVESTMENT RESTRICTIONS

The objective of the investment policy of the respective sub-fund is to achieve an appropriate increase in value in the respective sub-fund currency or Share Class currency (as defined in the relevant special section of the full prospectus). The specific investment policy of each sub-fund is described in the Special Section of the full prospectus.

The general investment principles and investment restrictions presented below apply to all sub-funds unless the respective Special Section of the full prospectus for the respective sub-fund provides for derogations or supplements.

The assets of each sub-fund are invested on the principle of risk diversification as defined in the regulations of Part I of the Law of 17 December 2010, and in accordance with the investment principles set forth in this Article and in accordance with the investment restrictions. A distinction is made here between investment restrictions under supervisory law and investment restrictions under tax law. If the tax investment restrictions are applied to a sub-fund, they will always be in addition to and subject to the supervisory investment restrictions.

The Company's investments consist of the following financial instruments in accordance with the Law of 2010:

### 18.1 Investment restrictions under supervisory law

(a) Securities and money market instruments listed or traded on a regulated market; and/or

(b) Securities and money market instruments traded on another market in an EU member state (**EU member state**), provided that such market operates regularly and is recognised and open to the public; and/or

(c) Securities and money market instruments officially listed on a securities exchange of a third state or traded on another regulated market of a third state, provided that such market is

recognised, open to the public and functions properly, if such securities exchange or market is specified in the Company's Articles of Association; and/or

(d) Securities and money market instruments from new issues, provided that:

- their issue terms include the obligation for an official listing on a securities exchange or for trading on another regulated market as specified above under (b) and (c);
- they are admitted there for official trading within one year upon issue; and/or (e)

(e) Shares of UCITS admitted pursuant to the UCITS Directive and/or other undertakings for collective investment in transferable securities within the meaning of Article 1 paragraph 2 letters a) and b) of the UCITS Directive having their registered office in an EU member state or a third state provided that:

- such other undertakings for collective investment have been admitted based on legal provisions that subject them to a supervisory authority which is considered by the Luxembourg CSSF as equally suitable by EU standards, and that the cooperation of the relevant authorities is sufficiently ensured;
- the level of protection for shareholders of the other undertakings for collective investment is equivalent to the level of protection of an UCITS and that especially the regulations concerning the separate custody of the special assets, borrowing, lending and short selling of securities and money market instruments are considered as equivalent to the provisions of the UCITS Directive;
- the business activities of the other undertakings for collective investment are specified in semi-annual and annual reports, which enable a judgement to be formed as regards the assets and liabilities, the income and the transactions within the reporting period;
- the UCITS or the other undertakings for collective investment, the Shares of which are to be purchased, are authorised in compliance with their respective Articles of Association to invest a total of 10% of their special assets in other UCITS or undertakings for collective investment; and/or

(f) sight deposits or callable deposits with a maturity not exceeding twelve (12) months with credit institutes, if such credit institution has its registered office in an EU member state, or – if the credit institution's registered office is in a third state – if such institute is subject to supervisory provisions that the CSSF considers as equivalent to EU standards; and/or

(g) derivative financial instruments (derivatives), including equivalent instruments which are settled in cash and traded on a regulated market specified under letters (a), (b) and (c), and/or derivative financial instruments not traded on a securities exchange (OTC derivatives) provided that:

- the underlying assets are instruments within the meaning of Article 41(1) of the Law of 2010, or financial indices, interest rates, exchange rates or currencies, in which the UCITS is allowed to invest pursuant to the investment targets specified in its Articles of Association;
- the counterparties to the transactions with OTC derivatives are institutes subject to a supervisory authority of such category as authorised by the CSSF;

- and the OTC derivatives are subject to a reliable and verifiable daily valuation and can be sold, liquidated or sold off by a counter-deal at the appropriate market value at any time upon the initiative of the UCITS; and/or

(h) money market instruments not traded on a regulated market and within the definition of Article 1 of the current law of 2010, if the issue or the issuer of such instruments is already subject to provisions regarding the protection of deposits and investors, and provided that they have been:

- issued or guaranteed by a centralised governmental, regional or local corporate body or the central bank of a EU member state, the European Central Bank, the EU or the European Investment Bank, a third state, or, if it is a federal state, a member state of the federation, or by an international public body comprising at least one member state; or
- issued by a company whose securities are traded on a regulated market specified under letters (a), (b) and (c); or
- issued or guaranteed by an institution that is subject to a supervisory authority pursuant to the criteria defined by Community law or by an institution that is subject to and complies with supervisory provisions that are considered by the CSSF to be at least as strict as those laid down in Community law; or
- issued by other issuers belonging to a category approved by the Luxembourg supervisory authority, provided that the investments in such instruments are subject to investor protection equivalent to that laid down in the first, second and third indent and provided the issuer is either a company whose capital and reserves amount to at least EUR 10 million and which presents and publishes its annual accounts in accordance with Directive 78/660/EEC or is an entity which, within a group of companies that includes one or more listed companies, is responsible for the financing of the group, or is an entity that is responsible for the financing of securitisation vehicles which benefit from a banking liquidity line.

**18.2 Moreover, the Company may execute the transactions specified below for each sub-fund.**

(a) The Company may invest up to 10% of a sub-fund's net assets in securities other than those described above.

(b) The respective sub-fund may hold liquid assets in the form of investment accounts (current accounts) and overnight deposits, but only on an ancillary basis.

(c) Unless otherwise stated in the Special Section of the relevant sub-fund, the sub-fund may acquire assets in foreign currencies and may therefore be subject to foreign currency exposure.

(d) The investment in money market instruments is limited to the extent that such money market instruments comply with the requirements specified under Article 18.4(h) above.

(e) The Company may borrow money amounting to up to 10% of any sub-fund's net assets for a limited period of time.

(f) The Company may acquire foreign currencies via a back-to-back loan.

(g) Unless otherwise specified in the Special Section of the relevant sub-fund, investments in Delta-1 Certificates on commodities, precious metals and indices thereon, unless they are

financial indices within the meaning of Article 9 (1) of Directive 2007/16/EC and Article XIII of ESMA Guideline 2014/937, are limited to a total of 20% of the net assets of the sub-fund.

(h) Unless otherwise stated in the Special Section of the relevant sub-fund, the following shall apply: The use of derivative financial instruments (derivatives) is permitted in order to achieve the above-mentioned investment objectives, as well as for investment and hedging purposes. In addition to option rights, this also includes swaps and forward contracts on transferable securities, money market instruments, financial indices within the meaning of Article 9(1) of Directive 2007/16/EC and Article XIII of the ESMA Guidelines 2014/937, interest rates, exchange rates, currencies and investment funds in accordance with Article 41(1) e) of the Law of 17 December 2010. Total return swaps may also be used. These instruments can be used to synthetically replicate the profit and loss profile of the underlying instrument without being invested in the respective underlying. For the investor, the income from this total return swap is based on the performance of the underlying with its income (dividends, coupons, etc.) and the performance of the derivative instrument that was used. Such derivatives may only be used within the limits of this Article. Additional information on techniques and instruments can be found in the chapter "Notes on techniques and instruments" of the full prospectus.

(i) The Company may acquire Shares of other undertakings for collective investment in transferable securities (UCITS) and/or other undertakings for collective investments (UCI) pursuant to the following investment restrictions:

(i) The Company may acquire Shares of other UCITS and/or other UCI within the meaning of Article 18.1(e) provided that such investment in a single UCITS and/or other UCI does not exceed 20% of the sub-fund's net assets.

(ii) Investments in Shares of UCI other than UCITS may not exceed a total of 30% of such UCITS' net assets.

The above restrictions shall not apply to feeder sub-funds as defined in Article 18.5.

**18.3 Investment restrictions under tax law**

If the Special Section of the relevant sub-fund states that the sub-fund is an equity fund or a balanced fund, the following conditions apply in conjunction with the regulatory investment restrictions listed:

- An equity fund is a sub-fund which continuously invests more than 50% of its net assets in equity investments.
- A balanced fund is a sub-fund which continuously invests at least 25% of its net assets in equity investments.

In determining the amount of assets invested in equity investments, loans are deducted in proportion to the share of equity investments in the value of all assets (modified net sub-fund assets).

Equity investments are:

1. shares in a capital company admitted to official trading on a stock exchange or listed on another organised market,
2. shares in a capital company which is not a real estate company and which

   a) is domiciled in a Member State of the European Union or in another state which is a party to the Agreement on the European Economic Area and is subject to and not exempt from taxation of income for corporations, or

b) is domiciled in a non-member state and is subject to and not exempt from income tax of at least 15% for capital companies,

3. Investment units in equity funds which, in accordance with their investment requirements, invest more than 50% of their modified net sub-fund assets or more than 50% of their assets in the aforementioned shares in capital companies, in the amount of 51% of their value; if an equity fund provides for a higher percentage than 51% of its value in its investment requirements, the investment share is deemed to be an equity investment in the amount of this higher percentage, and

4. Investment units in balanced funds which, in accordance with their terms and conditions of investment, invest at least 25% of their modified net sub-fund assets or at least 25% of their assets in the aforementioned shares in capital companies, in the amount of 25% of their value; if a balanced fund provides for a higher percentage than 25% of its value in its terms and conditions of investment, the investment share is deemed to be an equity investment in the amount of this higher percentage.

**18.4 Moreover, the Company shall comply, regarding any of its sub-funds, with the following investment restrictions:**

(a) The Company may not invest its assets in securities or money market instruments of a single issuer if the investment restrictions specified below are exceeded:

(i) The Company must not invest more than 10% of any sub-fund's net assets in securities or money market instruments of a single issuer. Moreover, the Company must not invest more than 20% of any sub-fund's net assets in deposits with a single institution. The Fund's risk exposure to a counterparty in an OTC derivative transaction may not exceed:

(A) 10% of any sub-fund's net assets if the other party is a credit institution according to the meaning of Article 41(1)(f) of the Law of 2010;

(B) otherwise 5% of any sub-fund's net assets

(ii) The aggregate value of securities and money market instruments of issuers in whose securities and instruments the Company invests more than 5% of any sub-fund's net assets must not exceed 40% of the net assets of the relevant sub-fund. This limit does not apply to deposits and transactions involving OTC derivatives with credit institutions subject to prudential supervision.

Notwithstanding the individual limit under number (i) above, the Company must not invest more than 20% of any sub-fund's net assets in a single institution

(A) Transferable securities or money market instruments issued by a single institution; and/or

(B) Deposits with a single institution, and/or

(C) OTC derivatives purchased from a single institution.

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(iii) The limit specified above under Article 18.4(a)(i) sentence 1 can be extended to a maximum of 35% in the case of securities or money market instruments issued or guaranteed by a EU member state and its local authorities, by a third state or by international public bodies involving at least one EU member state.

(iv) The limit specified above under Article 18.4(a)(i) sentence 1 can be extended to a maximum of 25% in the case of certain debt obligations issued by a credit institution with its registered office in an EU member state, if such institution is subject to a special prudential supervision based on legal provisions for the protection of the holders of such debt obligations. In particular, the proceeds from the issue of such debt obligations must be invested – pursuant to legal provisions – in assets which sufficiently cover the liabilities resulting therefrom for the whole term of such debt obligations and which would be used in the first instance to repay the principal and the interest payments in the event of the issuer being wound up. Should the Company invest more than 5% of any sub-fund's net assets in such debt obligations of a single issuer, the total of such investments must not exceed 40% of the sub-fund's net asset value.

The securities and money market instruments specified above under Articles 18.4(a)(i) and 18.4(a)(iv) are included in the calculation of the investment limit of 40% pursuant to Article 18.4(a)(iii) above.

The investment limits specified in Articles 18.4(a)(i), 18.4(a)(ii), 18.4(a)(iii) and 18.4(a)(iv) must not be accumulated; therefore investments in securities or money market instruments of a single issuer, or deposits or derivatives with/of such issuer within the meaning of Articles 18.4(a)(i), 18.4(a)(ii), 18.4(a)(iii) and 18.4(a)(iv) must on no account exceed 35% of any sub-fund's net assets.

Companies which are part of the same group regarding the preparation of consolidated annual reports within the meaning of Directive 83/349/EEC or pursuant to generally acknowledged international accounting standards must be considered as a single issuer for the purposes of calculating the investment limits specified in this Article.

A fund may invest a total of 20% of its assets in securities and money market instruments of a single group of companies.

Pursuant to Article 181(1) of the Law of 2010, any sub-fund of an umbrella fund must be regarded individually as a single issuer, provided that the principle of separation of obligations of the various sub-funds via third parties is guaranteed.

**Notwithstanding the investment limits specified above under 18.4(a)(i), 18.4(a)(ii) and 18.4(a)(iii), the Company shall be entitled to invest – based on the principle of risk diversification – up to 100% of any sub-fund's assets in securities and money market instruments issued or guaranteed by a EU member state or its local authorities, by another OECD member state (OECD member state) or by international public bodies including one or several EU member state(s), provided such securities comprise at least six different issues and the assets of a single issue do not exceed 30% of the relevant sub-fund's assets.**

(b) For all sub-funds combined, the Company may not purchase more than 10% of the debt obligations issued by a single issuer.

(c) For all sub-funds combined, the Company may not purchase more than 25% of the Shares issued by a single UCITS and/or other UCI.

(d) For all sub-funds combined, the Company may not purchase more than 10% of the money market instruments issued by a single issuer.

The investment limits specified above under Articles 18.4(b), 18.4(c) and 18.4(d) do not have to be applied at the time of purchase if the gross amount of the debt obligations or the money market

instruments or the net amount of the Shares issued cannot be calculated at the time of the purchase.

The above investment limits specified under Articles 18.4(b), 18.4(c) and 18.4(d) shall not apply to:

(i) securities and money market instruments issued or guaranteed by an EU member state or its local authorities;

(ii) securities and money market instruments issued or guaranteed by a state that is not an EU member state;

(iii) securities and money market instruments issued by an international public body that comprises one or more EU member state(s);

(iv) Shares of a company in a state that is not an EU member state ("third state"), provided such company invests its assets mainly in the assets of issuers based in such state and if such participation is the only possible way to invest in assets of the relevant issuer of such state, due to the state's legal provisions. The above stipulation shall, however, only apply if the Company in the third state complies with the investment limits laid down in Articles 18.3(e) and 18.4(a)(i) to 18.4(a)(iv), 18.4(b), 18.4(c) and 18.4(d). In the event of the investment limits specified in Articles 18.4(a)(i) to 18.4(a)(iv) and 18.4(e) being exceeded, letter 18.4(l) shall apply accordingly;

(v) Shares of the equity capital of subsidiaries held by one investment company or several investment companies, if such subsidiary – in the state of its registered office – performs only and exclusively for such investment company/companies certain administration, advisory or distribution services regarding the repurchase of Shares upon application of the shareholders.

(e) The Company may not invest in commodities or precious metals or in certificates thereof; currency transactions including the corresponding futures and options are not considered as commodity trade within the meaning of this investment restriction.

(f) The Company may not make investments involving the unlimited liability of the investor.

(g) The Company may not short sell securities or otherwise deal in instruments it does not own.

(h) The Company may not purchase real property unless doing so is indispensable for its immediate business activities.

(i) The Company may not use its assets for firm commitment underwritings.

(j) The Company may not issue options or other subscription rights on its Shares.

(k) Notwithstanding the admissibility of purchasing bonds and other securitised receivables, as well as the ownership of bank securities accounts, the Company may not provide loans or guarantees to third parties. However, the Company may invest up to 10% of each sub-fund's net assets in securities that have not been fully paid up.

(l) The Company may exceed the above investment restrictions in the scope of exercising subscription rights to the extent that such rights result from the securities comprising the Company's assets. Should the Company exceed the investment restrictions involuntarily or by exercising subscription rights, it shall primarily try to remedy this situation in the shareholders' interests within the scope of its selling transactions.

18.5 In the event that the Board of Directors establishes one or more feeder sub-funds within the meaning of Article 77(1) of the Law of 17 December 2010, this feeder sub-fund will invest between at least 85% and a maximum of 100% of its assets in units of an investable master UCITS (or one of its sub-funds) in accordance with the statutory provisions and the rules of the full prospectus of the Company.

**ARTICLE 19 - REMUNERATION OF MEMBERS OF THE BOARD OF DIRECTORS**

19.1 The Company may indemnify any member of the Board of Directors, director or general agent and their heirs, executors and other assigns for reasonable costs in connection with any legal action or proceeding which affects such person, by virtue of his/her position as a member of the Board of Directors, director or general agent of the Company or on their behalf of the Company, of any other Company, in which the Company is a shareholder or in respect of which the Company is a creditor and in respect of which such person is not entitled to indemnification, except in connection with matters in which such person is definitively convicted of any such action or proceeding for negligence or gross negligence. In the case of an out-of-court agreement, compensation shall be paid only after the Company has received confirmation from its legal counsel that the member of the Board of Directors to be compensated or the director or general agent to be compensated has not been found at fault for any breach of duty. The claim described above does not exclude other claims to be made in connection with the position of member of the Board of Directors, director or general agent.

**ARTICLE 20 - CONFLICTING INTEREST**

20.1 No contract or other transaction between the Company and other companies or firms shall be adversely affected or invalidated by the fact that one or more member of the Board of Directors, directors or general agents of the Company are members of such companies or are members of the Board of Directors, shareholders, directors, general agents or employees of such companies or firms. A member of the Board of Directors, director or general agent of the Company who is also a member of the Board of Directors, director, general agent or employee of another company or firm with which the Company has a contractual or other business relationship shall not be prevented by such affiliation with the relevant company or firm from advising, voting on or acting on any matter relating to such contract or business.

20.2 If any member of the Board of Directors, director or general agent of the Company has a conflicting interest in any business of the Company, he/she must notify the Board of Directors and will not participate in any deliberations or votes with respect to such business. A report on this will be submitted to the next General Meeting.

20.3 The term conflicting interest within the meaning of the preceding sentence shall not refer to any business relationship or interest which is merely in any way or for any reason connected with the Custodian Bank, the Manager or any other person, company or entity as the Board of Directors may from time to time determine at its absolute discretion.

**ARTICLE 21 - SUPERVISION**

21.1 The accounting data contained in the annual report prepared by the Company shall be audited by an auditor appointed by the General Meeting and whose fee shall be borne by the Company.

21.2 The auditor shall perform all duties required by the Law of 2010 on undertakings for collective investment.

# Title IV. - General Meeting

**ARTICLE 22 - GENERAL MEETINGS**

22.1 The General Meeting of shareholders of the Company shall represent all the shareholders of the Company. Resolutions passed at the General Meeting are binding on all shareholders regardless of the Share Class they hold. The General Meeting has extensive powers to order, carry out or approve actions in connection with the business of the Company.

22.2 The General Meeting shall be convened by the Board of Directors.

22.3 It may also be convened at the request of shareholders representing at least one fifth of the share capital.

22.4 The Annual General Meeting shall be held in accordance with the provisions of Luxembourg law by resolution of the Board of Directors at the place specified in the convocation issued by the Board of Directors within 6 months after the end of the financial year.

22.5 Additional General Meetings may be held at the places and times specified in the invitation.

22.6 The shareholders shall meet at the convocation of the Board of Directors on the basis of a notice which contains the agenda and which must be sent at least eight days before the meeting to each holder of Registered Shares at the address entered in the register of shareholders; proof of such notice to the holders of Registered Shares need not be furnished at the meeting. The agenda shall be prepared by the Board of Directors, except when the Meeting is convened in accordance with the law at the written request of the shareholders, in which case the Board of Directors may prepare a supplementary agenda.

22.7 If Bearer Shares have been issued, the invitations shall also be published in accordance with the law.

22.8 If all Shares have been issued as Registered Shares and no publications have been effected, invitations may only be sent by registered mail to the addresses of the shareholders.

22.9 Whenever all shareholders are present or represented and declare that they consider themselves duly invited and that they have been informed in advance of the agenda submitted for discussion, the General Meeting may be held without an invitation.

22.10 The Board of Directors may establish additional requirements for shareholders to attend a General Meeting. The agenda may stipulate that the necessary quorum and majorities are to be determined on the basis of the number of Shares that have been issued by midnight (Luxembourg time) five (5) days before the date of the General Meeting (the fixing date). In such a case, shareholders' participation rights shall be based on the number of Shares that they hold on the fixing date.

22.11 The matters to be dealt with at a General Meeting are limited to those items listed in and relating to the agenda (which contains all information required by law).

22.12 Each share, irrespective of its class, confers one vote in accordance with the provisions of Luxembourg law and these Articles of Association. A shareholder may be represented at any General Meeting by a general agent, who need not be a shareholder and may be a member of the Board of Directors, on the basis of a written power of attorney.

22.13 Unless otherwise provided for by law or by these Articles of Association, resolutions of the General Meeting may be passed by a simple majority of the Shares present or represented.

**ARTICLE 23 - GENERAL MEETINGS OF THE SHAREHOLDERS OF SUB-FUND**

23.1 shareholders of a Share Class or of Share Classes issued to a sub-fund may at any time hold General Meetings to decide on matters relating exclusively to that sub-fund.

23.2 The provisions of Article 22 paragraphs 2, 3, 6, 7, 8, 9 and 10 shall apply mutatis mutandis to such General Meetings.

23.3 Each share confers the right to one vote in accordance with the provisions of Luxembourg law and these Articles of Association. shareholders may attend such meetings in person or be represented by a general agent, who need not be a shareholder and may be a member of the Board of Directors, on the basis of a written power of attorney.

23.4 Unless otherwise provided for by law or by these Articles of Association, resolutions shall be taken at a General Meeting of shareholders of a sub-fund by a simple majority of the votes of the shareholders present or represented.

23.5 Any resolution of the General Meeting of shareholders of the Company which changes the rights of the shareholders of a particular Share Class in relation to the rights of the shareholders of another Share Class shall be submitted to the shareholders of such Share Class(es) for resolution. Article 68 of the Law of 10 August 1915 on commercial companies, as amended, shall apply.

**ARTICLE 24 - CLOSURE OF SUB-FUNDS**

24.1 If for any reason the value of the assets of a sub-fund falls below a threshold which the Board of Directors deems to be the minimum value below which the sub-fund can no longer be managed in an economically efficient manner, or if the economic or political situation has changed in any way that affects the relevant sub-fund and has a material adverse effect on the investments of that sub-fund, the Board of Directors may decide to compulsorily redeem all Shares of the relevant Class(es) of that sub-fund at their net asset value on the valuation day on which this resolution enters into force (taking into account the prices and actual costs incurred in connection with the realisation of the assets). The Company shall inform the shareholders of the Class(es) concerned prior to the entry into force of the compulsory redemption. The notice to this effect will state the reasons and the procedure for the redemption. Holders of Registered Shares will be informed in writing. The Company will inform the holders of Bearer Shares in accordance with the statutory provisions.

24.2 Subject to any decision to the contrary in the interests of the shareholders or in the interests of ensuring equal treatment of all shareholders, the shareholders of the sub-fund concerned may continue to request the redemption or conversion of their Shares free of charge prior to the effective date of this compulsory redemption.

24.3 Without prejudice to the powers conferred above on the Board of Directors, the General Meeting of shareholders of the Share Class(es) issued in a sub-fund may decide to redeem all Shares of those Share Class(es) issued in that sub-fund against payment of their net asset value on the valuation day on which that decision takes effect (taking into account the prices and actual costs incurred in connection with the realisation of the assets). No quorum is required for such a meeting and resolutions may be adopted by a simple majority of the Shares present or represented at such meeting.

24.4 Assets which could not be paid out to their beneficiaries on the occasion of such a redemption shall be deposited with the Custodian Bank for six months after the redemption; after this period, these assets shall be transferred to the Caisse de Consignation in favour of the beneficiaries.

24.5 All such redeemed Shares will be cancelled.

**ARTICLE 25 - MERGER OF SUB-FUNDS**

25.1 The Company (or a sub-fund of the Company) may participate in cross-border or domestic mergers either as a merging UCITS or as a receiving UCITS (as further defined in Article 25.3) in accordance with the following rules.

25.2 The Board of Directors is responsible for determining the date on which the merger will enter into force.

25.3 For the purposes of this Article 25, a merger shall be a process in which:

(a) one or more UCITS or sub-funds thereof (the merging UCITS) when dissolved without going into liquidation, transfer all their assets and liabilities to another existing UCITS or a sub-fund thereof (the receiving UCITS) in exchange for Shares of the receiving UCITS and, where applicable, a cash payment not exceeding 10% of the net asset value of those Shares to their shareholders;

(b) two or more UCITS or sub-funds thereof (the merging UCITS) when dissolved without going into liquidation, transfer all their assets and liabilities to a UCITS which they have constituted or a sub-fund thereof (the receiving UCITS) in exchange for Shares of the receiving UCITS and, where applicable, a cash payment not exceeding 10% of the net asset value of those Shares to their shareholders; or

(c) one or more UCITS or sub-funds thereof (the merging UCITS) which continue to exist until the liabilities have been settled, transfer their net assets to another sub-fund of the same UCITS, to a UCITS constituted by them or to another existing UCITS or sub-fund thereof, (the receiving UCITS);

25.4 Within the meaning of this Article 25, the term UCITS shall also include a sub-fund of a UCITS and the term Company shall also include a sub-fund of the Company for the purposes of this Article.

25.5 If the Company is the subject of a merger with another UCITS in the capacity of either a merging or receiving UCITS, the following rules should be adhered to:

(a) The Company shall provide its shareholders with appropriate and precise information (particularly the details prescribed in Article 72(3)(a) to (e) of the Law of 2010) on the planned merger to enable the shareholders to form a sound judgement on the effects of the plan on their investment and to be able to effectively exercise their rights as described in more detail under letters (b) and (c). This information shall only be provided to shareholders following approval of the merger by the CSSF (or, where appropriate, the supervisory authority of the other UCITS) and at least thirty days prior to the final deadline for applying for Shares to be redeemed or paid out (or converted where applicable) at no additional cost.

(b) The decision by the Board of Directors to merge shall be subject to approval by the General Meeting, which shall vote on the basis of a simple majority of the votes present or represented at the Meeting. In the case of a merger leading to the dissolution of the Company, the resolution of the General Meeting must be recorded by notarial deed and must also be supported by a majority of votes and have the quorum as stipulated for an amendment to the Articles of Association. Where approval of the General Meeting is required, only the consent of the General Meeting of shareholders of the sub-fund concerned is needed.

(c) The Company and the other UCITS must draw up a common merger plan that corresponds to the content requirements of Article 69(1) of the Law of 2010.

(d) The merger plan must set out a date on which the merger will take effect and the date for the calculation of the ratio for the conversion of Shares in the merging UCITS for Shares in the receiving UCITS and, where applicable, for stipulating the relevant net holding for cash payments.

(e) The shareholders of the Company shall have the right to request, at no cost other than that retained by the Company to cover the costs of liquidation, the resale or redemption of their Shares or, to the extent possible, their conversion into Shares of another UCITS with a similar investment policy that is managed by the same Management Company or by another company with which the Management Company is linked by common management or control or by a substantial direct or indirect holding. This right shall take effect as of the date on which the shareholders in the merging UCITS and the shareholders in the receiving UCITS are informed of the planned merger in

accordance with item (a) and expire five (5) working days before the date on which the conversion ratio is calculated pursuant to Article 25.5(d).

(f) The Board of Directors may, without any impact on the rights described in item (b) and in deviation from the provisions of Article 11(2) and Article 28(1)(b) of the Law of 2010, suspend the subscription, redemption or disbursement of Shares for as long as such a suspension is justified in order to protect the shareholders.

(g) The Custodian Bank of the Company must verify the details described in Article 69(1)(a), (f) and (g) of the Law of 2010.

25.6 If the Company is the merging UCITS, the following rules must be adhered to:

(a) The Company shall commission the auditor with the task of verifying the following details:

(i) the agreed criteria for the valuation of the assets and, where applicable, the liabilities at the time of calculating the conversion ratio pursuant to Article 25.5(d);

(ii) where applicable, the cash payment per Share; and

(iii) the method for calculation of the conversion ratio and the actual conversion ratio at the time of calculating the ratio pursuant to Article 25.5(d).

(b) Upon request, the shareholders in the Company and the shareholders of the receiving UCITS, as well as the responsible supervisory authorities, shall be provided with a copy of the auditor's report free of charge.

25.7 If the Company is the receiving UCITS, the following rules must be adhered to:

(a) Whilst adhering to the principle of risk diversification, the Company may for a period of six (6) months after the date on which the merger takes effect deviate from the provisions of Articles 43, 44, 45 and 46 of the Law of 2010.

(b) The Management Company shall confirm to the Custodian Bank in writing that the transfer of the assets and, where applicable, liabilities has been concluded.

(c) The Company shall take the requisite measures to ensure that details of the merger are published as required and that the CSSF and all other authorities concerned are duly informed.

**ARTICLE 26 - FINANCIAL YEAR**

26.1 The financial year begins on 1 January and ends on 31 December of each calendar year.

**ARTICLE 27 - DISTRIBUTIONS**

27.1 In accordance with the statutory provisions, the General Meeting of shareholders of the Shares of the corresponding Share Class(es) issued to a sub-fund shall decide on the appropriation of profit at the proposal of the Board of Directors and may decide on a distribution or authorise the Board of Directors to decide on distributions.

27.2 In respect of each Share Class entitled to distribution, the Board of Directors may decide to pay interim dividends in accordance with the statutory provisions. Payment of all distributions shall be made in respect of Registered Shares to the address indicated in the share register.

27.3 Distributions may, at the discretion of the Board of Directors, be made in any currency and at such time and place as the Board of Directors may from time to time determine.

27.4 The Board of Directors may, subject to the conditions and terms it has established, decide to make distributions in kind instead of in cash.

27.5 Any declared distribution which has not been claimed by the beneficiary within five (5) years of allotment may no longer be claimed and will be forfeited in favour the sub-fund(s) corresponding to the relevant Share Class(es).

27.6 No interest will be paid on distributions declared by the Company and made available to the beneficiary.

# Title V. - Final provisions

**ARTICLE 28 - DISSOLUTION OF THE COMPANY**

28.1 The Company may be dissolved at any time by a decision of the General Meeting, which shall take into account the quorums and majorities provided for in Article 29 below. The dissolution of the Company must be proposed by the Board of Directors to the General Meeting whenever the share capital has fallen below two thirds of the minimum capital referred to in Article 5. The Meeting shall decide by a simple majority of the Shares present or represented at the Meeting without a specific quorum being required.

28.2 The dissolution of the Company must also be proposed by the Board of Directors to the General Meeting as soon as the share capital has fallen below one quarter of the minimum capital as provided for in Article 5 of these Articles of Association; in this case, the meeting shall decide without quorum and by the votes of the shareholders representing one quarter of the Shares present or represented at the Meeting. The convocation of such General Meetings must be such that the relevant meeting may be held within forty days of the determination that the net assets of the Company have fallen below one-third or one-quarter of the minimum capital, as applicable.

**ARTICLE 29 - LIQUIDATION**

29.1 After the dissolution of the Company, its liquidation shall be effected by one or more liquidators, who may be natural or legal persons, appointed by the General Meeting, which shall also decide on their powers and compensation.

**ARTICLE 30 - AMENDMENT OF THE ARTICLES OF ASSOCIATION**

30.1 These Articles of Association may be amended by a General Meeting in accordance with the quorums and majority requirements laid down by the Law of 10 August 1915 on commercial companies, as amended.

**ARTICLE 31 - APPLICABLE LEGAL PROVISIONS**

31.1 The provisions of the Law of 10 August 1915 on commercial companies and the provisions of the Law of 2010, as amended, shall apply to all matters not specifically regulated in these Articles of Association.

**ARTICLE 32 - EFFECTIVE DATE**

32.1 These Articles of Association entered into force on 1 January 2021.

# INFORMATION FOR INVESTORS OUTSIDE THE GRAND DUCHY OF LUXEMBOURG

# ADDITIONAL INFORMATION FOR INVESTORS IN THE FEDERAL REPUBLIC OF GERMANY

The Company has given notice of its intention to distribute Shares of its sub-funds in the Federal Republic of Germany and is authorised to distribute the Shares in the Federal Republic of Germany.

**Institution in accordance with the provisions of EU Directive 2019/1160 Art. 92:**

**DZ PRIVATBANK AG (Luxembourg branch)**
4, rue Thomas Edison
L-1445 Strassen, Luxembourg
ethenea@dz-privatbank.com

**Payments to Shareholders and Redemption of Shares**

Payments to shareholders are made by electronic transfer.

Subscription orders, redemption orders and conversion orders may also be submitted to the aforementioned institution. All payments to investors may be made via the aforementioned institution.

The full prospectus, the Key Information Documents for the respective share classes, the Articles of Association, as well as the Company's annual reports and semi-annual reports, are available free of charge from the institution. The net asset value per share class and the issue and redemption prices, as well as any conversion prices, can also be obtained there free of charge. In addition, the Custodian Bank Agreement, a description of the tasks and duties of the Custodian Bank and a list of functions outsourced to third parties, a description of the policy for avoidance of conflicts of interest, the agreement with the central administration, registrar and transfer agent, the Company's voting rights policy, and the agreements with the investment managers of the respective sub-funds may be consulted free of charge at the institution.

**Publication of Information:**

Issue and redemption prices of the Fund's shares are published daily on the websites www.dz-privatbank.com and www.ethenea.com and may be obtained from the institution and the Management Company at the business address 16, rue Gabriel Lippmann, L-5365 Munsbach. Information, in particular notices for investors, will be published on the website of the Management Company (www.ethenea.com).

In addition, shareholders in the Federal Republic of Germany will also be informed by means of a durable medium (by letter) and on the Management Company's website www.ethenea.com in the following cases:

(i) suspension of the redemption of shares,

(ii) termination of the management of the Company or its liquidation (or that of a sub-fund),

(iii) amendments to the terms and conditions of investment that are inconsistent with the current investment principles, that affect material investor rights and disadvantage the investor, or that affect the remuneration and reimbursement of expenses that may be charged to the Company (or a sub-fund) (together with details of the background and of the rights of investors),

(iv) merger of the Company (or of a sub-fund), as well as

(v) a possible conversion of the company (or a sub-fund) into a feeder fund or the change of a master fund.

Information on procedures and mechanisms relating to the exercise and safeguarding of investor rights, including in relation to complaints, is also available from the institution.

**Right of revocation pursuant to § 305 of the German Investment Code (Kapitalanlagegesetzbuch):**

If the buyer of shares of an open-ended investment fund has been determined by oral negotiations outside the permanent business premises of the person who sold the shares or brokered the sale to make a declaration of intent to purchase, he shall be bound by this declaration only if he does not revoke it in text form within a period of two weeks with the Management Company or a representative within the meaning of § 319 of the German Investment Code ("KAGB"); this shall also apply if the person who sold the shares or brokered the sale has no permanent business premises. In the case of distance selling transactions, § 312g (2) sentence 1 number 8 of the German Civil Code shall apply.

The timely dispatch of the notice of revocation shall be sufficient to comply with the time limit. The revocation period shall not begin to run until the copy of the application to conclude the contract has been handed over to the buyer or a purchase invoice has been sent and the copy or the purchase invoice contains information on the right of revocation that satisfies the requirements of Article 246 (3) sentences 2 and 3 of the Introductory Act to the German Civil Code. If the commencement of the period is disputed in accordance with § 305 (2) sentence 2 KAGB, the burden of proof shall be on the seller.

The right of revocation does not exist if the seller proves that:

1. the buyer is not a consumer within the meaning of § 13 of the Civil Code or

2. he has visited the buyer for the negotiations leading to the sale of the units on the basis of a prior appointment pursuant to § 55 (1) of the Trade, Commerce and Industry Regulation Act (Gewerbeordnung).

If the revocation has been made and the buyer has already made payments, the Management Company is obliged to pay the buyer, if necessary concurrently with the retransfer of the purchased shares, the costs paid and an amount corresponding to the value of the shares paid for on the day following receipt of the notice of revocation.

The right of revocation may not be waived.

The above provisions on the right of revocation relating to the purchase of investment units shall apply accordingly to the sale of shares by the investor.

# ADDITIONAL INFORMATION FOR INVESTORS IN THE PRINCIPALITY OF LIECHTENSTEIN

**Institution in accordance with the provisions of EU Directive 2019/1160 Art. 92:**

**DZ PRIVATBANK AG (Luxembourg branch)**
4, rue Thomas Edison,
L-1445 Strassen, Luxembourg
**ethenea@dz-privatbank.com**

The full prospectus, the Articles of Association, the Key Information Documents for the respective share classes, as well as the Company's most recent annual reports and semi-annual reports, are available in German free of charge in at the above address.

**Publications:**

Publications relating to foreign collective investment schemes can be found on the management company website at www.ethenea.com.

The UCITS fund documents are available electronically on the website www.ethenea.com. The fund prices (issue and redemption prices and the net asset value) are published on the management company website at www.ethenea.com.

Any notices to investors may be obtained free of charge from the institution. Investors who are registered in the shareholders' register receive these notices by e-mail.

# ADDITIONAL INFORMATION FOR INVESTORS IN AUSTRIA

This Annex contains additional information for Austrian investors regarding “MainFirst, SICAV” (the “Fund”). The Annex forms an integral part of the Prospectus and should be read in conjunction with the Prospectus and the Annexes to the current Prospectus of the Fund (the “Prospectus”). Unless otherwise indicated, all defined terms in this Annex shall have the same meaning as in the Prospectus.

The Management Company intends to publicly distribute shares of the Fund in Austria, has notified the Austrian Financial Market Authority of this intention, and has been authorized to do so since completion of the notification procedure.

**Institution in accordance with the provisions of EU Directive 2019/1160 Art. 92:**

**DZ PRIVATBANK AG (Luxembourg branch)**
4, rue Thomas Edison,
L-1445 Strassen, Luxembourg
**ethenea@dz-privatbank.com**

Applications for redemption of shares may be submitted to the institution. Payments to shareholders and share redemptions may be effected through the institution.
The Prospectus, the Key Information Documents of the respective share classes, the Articles of Association, the latest annual report and, if published thereafter, the semi-annual report may be obtained from the institution at the above address.

Issue and redemption prices of the Fund’s shares are published daily on the websites www.dz-privatbank.com and www.ethenea.com and are also available from the institution and from the Management Company at the business address 16, rue Gabriel Lippmann, L-5365 Munsbach.

Information, in particular notices for investors, will be published on the website of the Management Company (www.ethenea.com).

**Taxation:**

Please note that taxation under Austrian law may differ materially from the tax situation described in this Prospectus. Investors and interested persons should consult their tax adviser as to the taxes due on their unitholdings.

**Tax Representative in Austria:**

Erste Bank der oesterreichischen Sparkassen AG
Am Belvedere 1
A-1100 Vienna, Austria