



中譯本 (僅供參考)

EDMOND DE ROTHSCHILD SICAV 臨時股東大會通知

茲通知 SICAV 基金 EDMOND DE ROTHSCHILD SICAV 之 EDR SICAV – European Catalysts 及 EDR SICAV – Mission Europa 子基金股東，謹訂於 2026 年 10 月 5 日上午 10 時，假 SICAV 基金註冊辦事處 (47 Rue du Faubourg Saint-Honoré, 75008 Paris, France) 召開臨時股東大會。

本次臨時股東大會將審議下列議程：

1. 宣讀董事會就 EdR SICAV – European Catalysts 子基金由 EdR SICAV – Mission Europa 子基金以吸收合併方式進行合併之提案所出具的報告；
2. 訂定用以確定換股比例之資產評價基準日，以及合併完成日；
3. 授予董事會權限；
5. 授權辦理相關法定手續。

下列決議草案將提請本次大會表決：

特別決議

第一項決議：

臨時股東大會聽取董事會就 EdR SICAV – European Catalysts 子基金由 EdR SICAV – Mission Europa 子基金以吸收合併方式進行合併之提案所出具的報告，並審閱由法定代表人簽署的合併協議後，宣布批准該項合併及其執行條款與條件，包括出資資產的評價，以及合併協議草案的全部條款。

第二項決議：

股東大會將 2026 年 10 月 15 日訂為資產及資產淨值的評價基準日，以進行確定換股比例所需之評價，但以金融市場正常運作為前提；如金融市場未能正常運作，則以恢復交易之日為準。

臨時股東大會將 2026 年 10 月 16 日訂為 EdR SICAV – European Catalysts 子基金由 EdR SICAV – Mission Europa 子基金以吸收合併方式進行合併之完成日。

第三項決議：

臨時股東大會授予董事會一切權限，包括轉授權之權限，以依照合併協議，在審計師監督下，確定截至 2026 年 10 月 16 日 EdR SICAV – European Catalysts 子基金由 EdR SICAV – Mission Europa 子基金以吸收合併方式進行合併之資產價值及換股比例，並辦理一切必要手續。

第四項決議：

臨時股東大會授予持有本次大會所提交各項文件之正本、副本或摘錄，以及會議紀錄之任何持有人完整權限，以辦理法律規定之一切手續。

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所有股東，不論其持有股份數量，均可親自出席本次大會，或由其配偶或另一名股東代理出席。

惟股東須事先提交持股證明，始得親自或委託代理人出席本次大會：

1. 記名股份：最遲須於大會日期前 5 (五) 日提交該等股份已登記於直接記名帳戶或管理記名帳戶之證明；
2. 帳戶所列之無記名股份：須於上述相同期限內，向下列機構提交由保管該帳戶之金融中介機構出具的股份已辦理凍結之證明：

EDMOND DE ROTHSCHILD (FRANCE)

47 rue du Faubourg Saint-Honoré, 75008 Paris, FRANCE

無法出席本次大會之股東仍可辦理委託授權。

要求將決議草案列入議程者，須於本通知刊登日起 10 (十) 日內提出。

欲以郵寄方式投票之股東，可提出申請以取得郵寄投票表格，以及 SICAV 公司章程第 25 條所述之相關文件。申請須以掛號附回執郵件寄送，並須於大會日期至少 10 (十) 日前送達註冊辦事處或上述機構之其他辦事處。表格經妥善填寫並簽署後，應寄送至註冊辦事處或上述機構之其他辦事處，並須於大會至少 2 (二) 個營業日前送達。

Edmond de Rothschild SICAV 董事會

本中譯本僅供參考，與原文相較可能不盡完整或有歧異；股東通知之完整內容請詳原文，如有疑義，應以原文為準。

EDMOND DE ROTHSCHILD SICAV

設有多個子基金之可變資本投資公司 (SICAV)

47, rue du Faubourg Saint-Honoré

75008 PARIS, FRANCE

巴黎商業及公司登記號碼 B 789.440.815

臨時股東大會

於 2026 年 10 月 5 日上午 10 時舉行

地點：47, RUE DU FAUBOURG SAINT-HONORÉ, 75008 PARIS, FRANCE

委託書

由 SICAV 填寫

記名股份數量

證券持有人個人資料

姓氏及名字：_____

地址：_____

本人為 EdR SICAV – European Catalysts 及 / 或 EdR SICAV – Mission Europa 證券之持有人，且該等證券最遲已於大會日期前第二個營業日巴黎時間午夜前登記於本人名下；本人已閱讀開會通知及本委託書所附文件，茲選擇如下：

請填妥並簽署本表格，於 2026 年 10 月 1 日前寄回 47, RUE DU FAUBOURG SAINT HONORE, 75008 PARIS, FRANCE，或寄至 fundsadmin-am-fr@edr.com。

郵寄投票或委任代理人：

請選擇 1、2 或 3

本表格僅可填寫其中一個區段 (1、2 或 3)

1

郵寄投票

		贊成	棄權	反對
1.	批准 EdR SICAV – European Catalysts 子基金由 EdR SICAV – Mission Europa 子基金以吸收合併方式進行合併，並批准其執行條款與條件，包括出資資產的評價及合併協議草案的全部條款。	☐	☐	☐
2.	批准以 2026 年 10 月 15 日之資產淨值作為合併基準，並於 2026 年 10 月 16 日計算及完成合併。	☐	☐	☐
3.	授予董事會一切權限，包括轉授權之權限，以確定截至 2026 年 6 月 16 日之資產價值及換股比例，並辦理一切必要手續。	☐	☐	☐
4.	授權辦理法律手續。	☐	☐	☐

或

2	委任主席為本人之代理人 並授權其以本人名義投票
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或

3	委任指定人士為本人之代理人 代表本人出席上述大會，並授權其以本人名義投票
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代理人姓名及身分：_____

代理人地址或註冊辦事處：_____

代表本人出席 Edmond de Rothschild SICAV 公司之 EdR SICAV – European Catalysts 及 / 或 EdR SICAV – Mission Europa 子基金臨時股東大會；並因此出席該大會，以及如前次會議未達法定出席人數而就相同議程召集之任何後續會議；並簽署出席名冊、接受擔任監票人或會議秘書、參與所有討論、就議程所列事項投下所有票數、簽署所有會議紀錄及其他文件，並概括而言，辦理一切必要事項。

簽署地點（城市 / 城鎮）：_____

日期：_____

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EDMOND DE ROTHSCHILD

The shareholders of the **EDR SICAV – European Catalysts** and **EDR SICAV – Mission Europa sub-funds** of the SICAV fund, **EDMOND DE ROTHSCHILD SICAV**, are hereby invited to attend an Extraordinary General Meeting on **5 October 2026**, at **10 a.m.**, at the SICAV fund's registered office at no. 47 Rue du Faubourg Saint-Honoré, 75008 Paris, FRANCE:

The Extraordinary General Meeting is being convened to deliberate on the following agenda items:

1. Reading of the Board of Directors' report on the proposed merger by absorption of the EdR SICAV – European Catalysts sub-fund by the EdR SICAV – Mission Europa sub-fund;
2. Setting the asset valuation date used to determine the exchange ratio, and the merger completion day
3. Board of Directors' powers
5. Delegation of powers to complete formalities

The following draft resolutions will be put to the vote at the Meeting:

Extraordinary resolutions:

First Resolution:

Having heard the Board of Director's report on the proposed merger by absorption of the EdR SICAV – European Catalysts sub-fund by the EdR SICAV – Mission Europa sub-fund, and having reviewed the merger agreement signed by the legal representatives, the Extraordinary General Meeting declares that it approves the merger and the terms and conditions for its execution, including the valuation of contributions, and all of the provisions of the draft merger agreement.

Second Resolution:

The General Assembly meeting sets 15/10/2026 as the "as at" date for the assets and the net asset value that will be used for the valuations required to determine the exchange ratio, subject to the normal functioning of the financial markets or, otherwise, the day on which trading resumes. The Extraordinary General Meeting sets 16/10/2026 as the completion date for the merger by absorption of the EdR SICAV – European Catalysts sub-fund by the EdR SICAV – Mission Europa sub-fund.

Third Resolution:

The Extraordinary General Meeting grants all powers to the Board of Directors – including the power of delegation – to determine, under the supervision of the Auditors, the value of the assets and the exchange ratio as at 16/10/2026, for the merger by absorption of the EdR SICAV – European Catalysts sub-fund by the EdR SICAV – Mission Europa sub-fund, in accordance with the merger agreement, with a view to completing all necessary formalities.

Fourth Resolution:

The Extraordinary General Meeting grants the bearer of any originals, copies or extracts of the various documents submitted at this Meeting, as well as the minutes of the meeting, full powers to complete all legally required formalities.

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All shareholders, regardless of the number of shares they hold, may attend this Meeting, or be represented at this Meeting by their spouse or another shareholder. However, shareholders will only be permitted to attend or be represented at this Meeting if they have submitted proof of their shareholdings in advance:

- 1 -** For their registered shares: proof that said shares are listed in a direct or administered registered account, submitted no later than 5 (five) days before the date of the Meeting;
- 2 -** For their bearer shares listed in an account: proof that their shares have been immobilised by the financial intermediary holding the account, submitted within the same time frame as above, to:

EDMOND DE ROTHSCHILD (FRANCE)
47 rue du Faubourg Saint-Honoré, 75008 Paris, FRANCE

Powers will still be afforded to shareholders who cannot attend this Meeting.

Requests for the inclusion of draft resolutions on the agenda must be submitted within 10 (ten) days of the publication of this notice.

Shareholders who wish to vote by post can obtain a postal vote form, along with the supporting documents referred to in Article 25 of the SICAV's Articles of Association, on request. Requests must be sent by registered letter with acknowledgement of receipt, and must reach the registered office or one of the other offices of the Establishment mentioned above at least 10 (ten) days before the date of the Meeting. Once duly completed and signed, this form should be sent to the registered office or one of the other offices of the Establishment mentioned above, so that it is received at least two (2) business days before the Meeting.

The Board of Directors of Edmond de Rothschild SICAV

EDMOND DE ROTHSCHILD SICAV
Société d'Investissement à Capital Variable (SICAV) à compartiments (Open-end
umbrella investment company)
47, rue du Faubourg Saint-Honoré
75008 PARIS, FRANCE
PARIS TRADE AND COMPANIES REGISTER B 789.440.815

EXTRAORDINARY GENERAL MEETING
HELD ON 5 OCTOBER 2026 AT 10 A.M.
AT 47, RUE DU FAUBOURG SAINT-HONORÉ, 75008 PARIS, FRANCE

PROXY

Box to be filled in by the SICAV	
Number of registered shares	

Security holder's personal details

Surname and first name:

Address:

I, as a holder of EdR SICAV – European Catalysts and/or EdR SICAV – Mission Europa securities, which securities were registered in my name at the latest by midnight (Paris time) on the second business day before the date of the meeting,

having read the notice of meeting and the documents appended to this proxy form, hereby elect to:

Please fill in and sign this form, and return it to 47, RUE DU FAUBOURG

SAINT HONORE, 75008 PARIS, FRANCE, or to fundsadmin-am-fr@edr.com, before 1 October 2026.

Vote by post, or appoint as my proxy:

Select 1, 2 or 3

Please only fill in one section of the form (either 1, 2 or 3)

1		VOTE BY POST		
		For	Abstain	Against
1.	Approval of the merger by absorption of the EdR SICAV – European Catalysts sub-fund by the EdR SICAV – Mission Europa sub-fund, and approval of the terms and conditions for the execution thereof, including the valuation of contributions and all of the provisions of the draft merger agreement.			
2.	Approval of the date of completion of the merger with the net asset value of 15/10/2026, as calculated on 16/10/2026.			
3.	Full powers granted to the Board of Directors – including the power of delegation – to determine the value of the assets and the exchange ratio as at 16/06/2026, and complete all required formalities.			
4.	Powers to complete legal formalities			

or

2		APPOINT THE CHAIR AS MY PROXY and authorise them to vote in my name

or

3		APPOINT A DESIGNATED PERSON AS MY PROXY to represent me at the aforementioned meeting, and authorise them to vote in my name
Proxy's name and capacity: Proxy's address or registered office:		

to represent me at the Extraordinary General Meeting of shareholders of the EdR SICAV – European Catalysts and/or EdR SICAV – Mission Europa sub-funds of the Company, Edmond de Rothschild SICAV.

and, consequently, to attend said meeting, and any subsequent meetings convened to deliberate on the same agenda if the quorum was not present at the previous meeting,

and to sign the attendance sheet, accept the roles of scrutineer or secretary of the meeting, take part in all discussions, cast all votes on the agenda items, sign all minutes and other documents, and in general carry out all necessary tasks.

Signed in (city/town):

On
(date):