



中譯本(僅供參考)

愛德蒙得洛希爾 SICAV (開放式投資公司) 的董事會謹通知股東，將於 2026 年 4 月 15 日下午 2 時在公司登記辦公室 47, rue du Faubourg Saint-Honoré, 75008 Paris, France 召開臨時股東大會，討論以下議程：

議程如下：

1. 董事會於臨時股東會提出報告
2. 修正公司章程第九條：「股份淨資產價值之計算」案
3. 修正公司章程第二十七條：「可分配收益分配政策」案
4. 授權辦理相關法律手續

以下決議草案將提交會議表決。

第一項決議案：

臨時股東會決議通過修正公司章程第九條如下：

「第九條—可股份淨資產價值之計算」

股份之淨資產價值 (Net Asset Value, NAV) 係依據公開說明書 (Prospectus) 所載之估值規則計算。

如股份於證券交易所上市，市場營運機構亦將計算指示性即時淨資產價值。

實物出資僅得以可納入 UCITS 資產之證券、金融工具或契約為之；實物出資及實物贖回之估值，應依據淨資產價值計算所適用之估值規則辦理。

管理公司已採行一種稱為「擺動定價 (Swing Pricing)」之方法以調整 SICAV 之淨資產價值；此流動性管理機制已於公開說明書中詳加說明。

本次修正案將自 2026 年 4 月 16 日起生效。

第二項決議案：

臨時股東會決議通過公司章程第二十七條修正如下：

「第二十七條—可分配收益分配政策」

本會計年度之淨收益，係指基金投資組合所持有之有價證券所產生之利息、累計利息、股利、溢價及配股、董事報酬薪酬方案，以及其他相關收益，並加計暫時



性現金部位所產生之收益，扣除管理費用、借款成本及折舊提列後之金額。

可分配收益包括：

- (一) 淨收益，加計以前年度結轉之未分配收益，並加減收益平準金帳戶之餘額。
- (二) 會計年度內已實現之資本利得（扣除相關費用後），減除已實現之資本損失（扣除相關費用後），並加計以前會計年度同類型且尚未分配或累積之淨資本利得，並加減資本利得平準金帳戶之餘額。

前項第(一)款及第(二)款所列金額，得全部或部分，彼此獨立予以分配。

可分配金額之給付，最遲應於會計年度結束後五個月內於**通過該會計年度財務報表之股東會後一個月內**為之。

收益之分配方式由管理公司決定，其收益及可分配金額分配之原則，應於公開說明書中載明。

就配息股份而言，SICAV 之管理公司得依經簽證會計師審計之財務狀況，決定進行一次或多次之期中收益分配。

本次修正案將自 2026 年 4 月 16 日起生效。

第三項決議案:

股東會授權任何持有本次會議所提交之各項文件之正本、影本或節本，以及持有本次會議議事錄者，全權依法辦理一切應行申報及相關法定手續。

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無論持股數量多寡，所有股東均得親自出席本次股東會，或由其配偶或其他股東代理出席。

惟股東僅得於事前提交其持股證明後，始得親自出席或由代理人出席本次會議：

一、記名股份股東：

應於股東會召開日前不少於五（5）日，提交其股份已記載於直接或受託管理之記名帳戶之證明文件。

二、無記名股份並以帳戶方式登錄之股東：

應於前述相同期限內，提交由其開立帳戶之金融機構出具之股份已完成集中保管（凍結）之證明文件，並送達下列指定機構：



EDMOND
DE ROTHSCHILD

EDMOND DE ROTHSCHILD (FRANCE)

法國巴黎福堡聖奧諾雷街 47 號

75008 巴黎，法國

無法出席本次會議之股東，仍得依法行使其表決權。

如欲於議程中增列擬議決議案，應於本通知公告之日起十（10）日內提出申請。

欲採取書面投票方式行使表決權之股東，得申請取得郵寄投票表格，並一併取得本 SICAV 公司章程第二十五條所述之相關附件文件。前述申請應以掛號郵件並附回執方式寄送，且最遲應於股東會召開日前十（10）日送達本公司註冊辦事處或前述機構之其他辦事處。郵寄投票表格經填妥並簽署後，應寄送至本公司註冊辦事處或前述機構之其他辦事處，並應於股東會召開日前至少二（2）日送達。

Edmond de Rothschild SICAV 董事會 敬啟

此為股東通知書中譯本僅供您參考，與原文相較可能不盡完整或有歧異，股東通知書之完整內容請詳原文版，如有疑義應以原文為準。



EDMOND DE ROTHSCHILD

The Board of Directors of **Edmond de Rothschild SICAV** hereby notifies the SICAV's shareholders that an **Extraordinary General Meeting** will be held at its registered office at 47, rue du Faubourg Saint-Honoré, 75008 Paris, FRANCE, **at 2 p.m. on 15 April 2026.**

The agenda is as follows:

1. Board of Directors' Report to the Extraordinary General Meeting
2. Amendment of Article 9 of the Articles of Association: "CALCULATION OF SHARE NET ASSET VALUE"
3. Amendment of Article 27 of the Articles of Association: "POLICY FOR ALLOCATING DISTRIBUTABLE INCOME"
4. Powers to carry out formalities.

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

First Resolution:

The Extraordinary General Meeting approves the amendment of Article 9 of the Articles of Association as follows:

"ARTICLE 9 - CALCULATION OF SHARE NET ASSET VALUE"

Share NAV is calculated in accordance with the valuation rules set out in the prospectus.

An indicative spot NAV will also be calculated by the market operator if the shares are listed on a stock exchange.

Contributions in kind may only consist of securities, instruments or contracts that are eligible to be included in the UCITS's assets; contributions and redemptions in kind are valued in accordance with the valuation rules that apply for net asset value calculations.

The management company has implemented a method of adjusting the SICAV's net asset value known as "Swing Pricing". This liquidity management mechanism is described in detail in the Prospectus.

The amendment will enter into force on 16/04/2026.

Second resolution:

The Extraordinary General Meeting approves the amendment of Article 27 of the Articles of Association as follows:

"ARTICLE 27 - POLICY FOR ALLOCATING DISTRIBUTABLE INCOME"

*The **net income** for the financial year shall be equal to the amount of interest, arrears, dividends, premiums and allotments, ~~directors' fees~~ **remunerations**, and any revenue generated by the securities held in the fund's portfolio, plus income generated by temporary cash holdings, less management fees, borrowing costs, and allowances for depreciation.*

Distributable income shall comprise:

*1. **Net income**, plus any balance carried forward, plus or minus the balance of the income adjustment account;*

2° Realised capital gains (net of fees), less realised capital losses (net of fees), recorded during the financial year, plus any net capital gains of the same type recorded during previous financial years which have not been distributed or accumulated, plus or minus the balance of the capital gains adjustment account.

The amounts mentioned in 1° and 2° may be distributed, in whole or in part, independently of each other.

*Distributable amounts shall be paid within no later than ~~5 months of the close of the financial year.~~ **one month of the General Meeting that approved the financial statements for the financial year.***

The Management Company shall decide how income is to be allocated. The principles governing the allocation of income and distributable amounts shall be specified in the prospectus.

Where distribution shares are concerned, the SICAV's Management Company may decide to make one or more interim distributions on the basis of financial positions certified by the Statutory Auditor."

The amendment will enter into force on 16/04/2026.

Third resolution:

The General Meeting grants all powers to the bearer of any originals, copies or extracts of the various documents submitted at this Meeting, as well as to the bearer of the minutes of the meeting, to carry out all filings provided for by law.

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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) days before the Meeting.

The Board of Directors of Edmond de Rothschild SICAV