

**PROVENANCE SICAV PLC**  
**Trident Park, Notabile Gardens, No.2, Level 3,**  
**Mdina Road, Zone 2,**  
**Central Business District,**  
**Birkirkara, CBD 2010,**  
**Malta**

**NOTICE** is hereby given by the Board of Directors to the voting investor shareholders of the Luxury Brands Fund, auditors, management company and administrator of **PROVENANCE SICAV p.l.c.** (the “**Company**”) in accordance with the Company’s Articles of Association that an Extraordinary General Meeting of the investor shareholders of the Luxury Brands Fund shall be held on:

**Date:** 10<sup>th</sup> January 2023  
**Time:** 13:00 hrs (CET)  
**Place:** Conference call with Microsoft Teams

Invites will be sent out by a separate email notification.

**Agenda**

<b>Item</b>	<b>Resolutions to be taken</b>
1. Notice and Quorum.	
2. Appointment of Chairman and Opening of the Meeting.	
3. Approval of the cross-border merger of the Luxury Brands Fund, a sub-fund of the Company (the “ <b>Merging Sub-Fund</b> ”) and Alquity Global Impact Fund (the “ <b>Receiving Sub-Fund</b> ”), a sub-fund of Alquity SICAV, a Société d’Investissement à Capital Variable, registered under the laws of Luxembourg on 13 April 2010 under number Luxembourg B-152 520.	<p>Upon due consideration of:</p> <ul style="list-style-type: none"><li>- The Terms of Merger (Appendix 1)</li><li>- The Prospectus of the Company (Appendix 2)</li><li>- The Offering Supplement of the Receiving Sub-Fund (Appendix 3)</li><li>- Key Investor Information Documents of the Receiving GIF USD Y Investor Shares and the GIF EUR Y Investor Shares (Appendix 4)</li></ul> <p><b>IT IS RESOLVED</b> subject to any further approvals of the Malta Financial Services Authority, that the cross-border merger of the Merging Sub-Fund with the Receiving Sub-Fund be approved (the “<b>Merger</b>”).</p> <p><b>IT IS RESOLVED</b> that the drawing up of the report and information referred to in Article 346(1)(a) and (b) of the Companies Act (Chapter 386, Laws of Malta) respectively shall not be required.</p> <p><b>IT IS RESOLVED</b> to determine <b>6th February 2023</b> as the effective date of the Merger or any such other date as the Board of Directors may determine once the Merger is approved by the MFSA (the “<b>Effective Date</b>”).</p> <p><b>IT IS RESOLVED</b> that all the assets and liabilities of the Merging Sub-Fund be transferred to the Receiving Sub-Fund on the Effective Date, in exchange for the issue of</p>

Item	Resolutions to be taken
	<p>shares in the Receiving Sub-Fund to the unit-holders of the Merging Sub-Fund, such that</p> <ul style="list-style-type: none"> <li>(a) the Institutional GBP Investor Shares of the Merging Sub-Fund (“MT7000012878”) will be exchanged for GIF USD Y Investor Shares of the Receiving Sub-Fund (“LU1070051021”);</li> <li>(b) the Institutional EUR Investor Shares of the Merging Sub-Fund (“MT7000012886”) will be exchanged for GIF Euro Y Investor Shares of the Receiving Sub-Fund (“LU1070051377”);</li> <li>(c) the Institutional USD Investor Shares of the Merging Sub-Fund (“MT7000012894”) will be exchanged for GIF USD Y Investor Shares of the Receiving Sub-Fund (“LU1070051021”);</li> <li>(d) the Retail GBP Investor Shares of the Merging Sub-Fund (“MT7000012910”) will be exchanged for GIF USD Y Investor Shares of the Receiving Sub-Fund (“LU1070051021”);</li> <li>(e) the Retail EUR Investor Shares of the Merging Sub-Fund (“MT7000012928”) will be exchanged for GIF Euro Y Investor Shares of the Receiving Sub-Fund (“LU1070051377”);</li> <li>(f) the Retail USD Investor Shares of the Merging Sub-Fund (“MT7000012936”) will be exchanged for GIF USD Y Investor Shares of the Receiving Sub-Fund (“LU1070051021”).</li> </ul> <p><b>IT WAS RESOLVED</b>, subject to the approval of the foregoing resolutions, to grant any member of the Board of Directors the power to do any or all such acts as may be necessary to bring into effect these resolutions and to enter into all corporate documents necessary to give effect to these resolutions.</p> <p><b>Note:</b> For discussion and approval by the Shareholders.</p>
4. Other Business.	
5. Close of Meeting.	

*This notice is being emailed to the investor shareholders who are entitled to attend and vote at the Extraordinary General Meeting of the investor shareholders of the Luxury Brands Fund and whose name appears on the register of members of the Company as at 6th January 2022. Investor shareholders are hereby notified that they are entitled to attend and vote at the above meeting personally or by means of any other person (who need not be a shareholder of the Company) whom they may wish to appoint in writing via proxy form (the “Proxy Form”).*

By order of the Board  
This 22<sup>nd</sup> December 2022



For and on behalf of the Company Secretary  
**Trident Corporate Services (Malta) Ltd**

## NOTES

*A Member entitled to vote may appoint a proxy to attend and vote in the place of the shareholder by using the enclosed form of proxy. It is not necessary that the appointed proxy be a shareholder. To be valid the signed Form of Proxy must reach [companysecretarymalta@tridenttrust.com](mailto:companysecretarymalta@tridenttrust.com) or [provenance@tridenttrust.com](mailto:provenance@tridenttrust.com) or Trident Park, Notabile Gardens, No.2, Level 3, Mdina Road, Zone 2, Central Business District, Birkirkara, CBD 2010, Malta by no later than 9<sup>th</sup> January 2022 at 17:00 Malta time / CET).*