

ALQUITY SICAV
Société d'investissement à capital variable
Registered office: 11, rue Sainte-Zithe
L-2763 Luxembourg,
Grand Duchy of Luxembourg
R.C.S. Luxembourg: B 152.520
(the "**Company**")

NOTICE TO THE SHAREHOLDERS OF ALQUITY SICAV – CHANGE OF MANAGEMENT COMPANY AND AUDITOR

Luxembourg, 12 June 2024

Dear Shareholder,

The board of directors of the Company (the "**Board**") hereby informs you about certain changes that will be made as regard the Company, which will be effective as from 1 July 2024 (the "**Effective Date**").

1. Change of management company

Currently, the activities of management company of the Company are performed by East Capital Asset Management S.A. ("**East Capital**") pursuant to a management company agreement entered on 1 July 2021, as amended (the "**Management Company Agreement**").

The Board has been informed of the intention of East Capital to terminate the Management Agreement.

After careful review and assessment of both the cost element and the management services offering of other entities, the Board has come to the conclusion that the scope of services, service model and infrastructure of Limestone Platform AS ("**Limestone**") are aligned with the Company. The Board is of the view that Limestone would be well positioned to provide the Company with effective, cost efficient and enhanced services and that it would therefore be in the best interest of the Company and its shareholders to appoint Limestone as management company of the Company. Accordingly, the Board has decided to appoint Limestone, in replacement of East Capital, as management company of the Company as from the Effective Date.

Limestone, having its registered office at Liivalaia 45 (Floor 14), 10145 Tallinn, Estonia, is registered with the Estonian Trade Register under number 11415709 and licenced by the Estonian financial supervisory authority as management company according to Article 6 of the UCITS Directive.

The change of management company will not have an impact on the way in which the Company's assets are managed, nor on its shareholders, and will globally entail a decrease of the total fees charged by service providers to the Company.

Contracts with current service providers will be replaced by new contracts. The Company's current service providers will remain responsible for their respective functions as of the Effective Date. Thus, Skandinaviska Enskilda Banken AB Luxembourg Branch will remain the custodian bank and UI efa S.A. will remain the central administration of the Company. The assets of the Company's sub-funds will remain managed by the same manager, Alquity Investment Management Limited.

Please note that the current Management Company is also acting as a domiciliary agent of the Company. Further to the change of management company, the Board has appointed TMF LUXEMBOURG S.A. as domiciliary agent and corporate secretary of the Company and consequently, the registered office of the Company will be transferred from 11, rue Sainte-Zithe, L-2763 Luxembourg, Grand Duchy of Luxembourg to 46A, avenue J.F. Kennedy L-1855 Luxembourg, as from the Effective Date.

2. Change of auditor

The activities of auditor of the Company are currently performed by Deloitte Audit ("**Deloitte**") with its registered office at 20 Boulevard de Kockelscheuer L-1821 Luxembourg, Grand Duchy of Luxembourg. The Board has decided to propose the appointment of BDO Audit ("**BDO**") having its registered office at 1, rue Jean Piret, L- 2350 Luxembourg, Grand Duchy of Luxembourg, in replacement of Deloitte, as from the Effective Date.

The appointment of BDO will be decided by a meeting of shareholders of the Company. No quorum is required for this meeting and decisions are taken by the simple majority of vote cast. The convening notice for the meeting of shareholders to be held on 21 June 2024 is enclosed in Appendix I. You can vote by proxy by returning the form of proxy enclosed in Appendix II.

At this meeting, shareholders will also be asked to ratify the appointment of Mr Robert Edward Bradshaw Crombie, who has been co-opted as a director of the Company in place of Mrs Karine Christine Hirn, with effect from 8 April 2024.

3. Other changes to the prospectus

- The name of the central administration has been updated from European Fund Administration S.A. to UI efa S.A.; and
- The payment period for subscription and redemption proceeds has been reduced.

All other key features of the Company will remain the same. The above will not result in any change to the Company's investment strategy and the manner in which it is managed.

Capitalised terms not defined herein shall have the meaning given to them in the prospectus.

The costs relating to the change of management company will be borne by the Company.

If you do not agree with the changes indicated, you may request the redemption of your shares, free of charge, at any time until 12 July 2024, in accordance with the terms of the Prospectus.

Should you require further information, please contact your financial advisor.

Yours faithfully,

On behalf of the Board

APPENDIX I

ALQUITY SICAV

Société d'investissement à capital variable
Registered office: 11, rue Sainte-Zithe
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CONVENING NOTICE TO EXTRAORDINARY MEETING OF SHAREHOLDERS OF ALQUITY SICAV

Luxembourg, 12 June 2024

Dear Shareholder,

You are invited to attend an **extraordinary meeting of shareholders** of the Company which will be held in Luxembourg, at the registered office of the Company **on 21 June 2024 at 10:00 Luxembourg time** with the following agenda:

AGENDA

First Resolution

Appointment of BDO Audit as auditor of the Company effective as of 1 July 2024 in accordance with the terms and conditions set out under section 2 Change of auditor of the notice to shareholders of the Company dated 12 June 2024.

Second Resolution

Appointment of Mr Robert Edward Bradshaw Crombie, whose professional address is 9 Kingsway, London WC2B 6XF, United Kingdom, as a Director of the Company until the Annual General Meeting of the Company to be held to approve the Company's financial statements for the year ending on 30 June 2024.

Please find below the general rules which will govern the convening and holding of the Meeting in accordance with the provisions of the articles of incorporation of the Company, and Luxembourg laws and regulations:

VOTING - QUORUM – MAJORITY REQUIREMENTS

Shareholders may act at the extraordinary general meeting in person or by proxy.

No quorum is required for this meeting and decisions are taken by the simple majority of vote cast.

Votes cast shall not include votes attaching to shares in respect of which the shareholder has not taken part in the vote or has abstained or has returned a blank or invalid vote.

REPRESENTATION – POWER OF ATTORNEY

You must appoint a proxy to vote on your behalf. We would be grateful if the form of proxy, which is enclosed for your convenience, is completed and returned by mail to Attn. Mrs. Lucija Devetak, Alquity SICAV, 11 rue Sainte-Zithe, L-2763, Luxembourg, Grand Duchy of Luxembourg, or by fax +352 26 684 717, or by email luxembourg@eastcapital.com no later than 20 June 2024 at 18:00 (Luxembourg time).

Yours faithfully,

On behalf of the Board of Directors,

APPENDIX II

PROXY FORM FOR THE EXTRAORDINARY MEETING

I/We, the undersigned,

[Corporate] [Name and Registered Office]

(the "**Shareholder**"), being a shareholder of the **Company**, an investment company with variable capital (*société d'investissement à capital variable*) qualifying as an undertaking for collective investment in transferable securities within the meaning of Part I of the law of 17 December 2010 relating to undertakings for collective investment, as amended (the "**2010 Law**"), having its registered office at 11, rue Sainte-Zithe, L-2763 Luxembourg, and registered with the Register of Trade and Companies of Luxembourg under the number B 152.520 (the "**Company**"), and with respect to all my/our shares recorded in the register of the Company, hereby gives irrevocable proxy to the chairman of the extraordinary general meeting of the shareholders of the Company,

to whom is granted full power of substitution to (i) represent me/us by his/her sole signature at the **convened extraordinary general meeting of the shareholders** of the Company to be held on 21 June 2024 at 10:00 (Luxembourg time) or at any suitable date thereafter (the "**Meeting**"), and (ii) participate in the discussions and vote as indicated below regarding the matters mentioned below of which the Shareholder acknowledges having been fully informed.

The Meeting has been called for the following agenda:

AGENDA

First Resolution

Appointment of BDO Audit as auditor of the Company effective as of 1 July 2024 in accordance with the terms and conditions set out under section 2 Change of auditor of the notice to shareholders of the Company dated 12 June 2024.

Second Resolution

Appointment of Mr Robert Edward Bradshaw Crombie, whose professional address is 9 Kingsway, London WC2B 6XF, United Kingdom, as a Director of the Company until the Annual General Meeting of the Company to be held to approve the Company's financial statements for the year ending on 30 June 2024.

Each proxyholder is hereby empowered and instructed to vote in accordance with the below instructions (whereby, for the avoidance of doubt, omission to give specific instructions to the contrary must be construed as an instruction to vote **in favour** of the proposed resolutions):

First Resolution

Appointment of BDO Audit as auditor of the Company effective as of 1 July 2024 in accordance with the terms and conditions set out under section 2 Change of auditor of the notice to shareholders of the Company dated 12 June 2024.

In favour **Abstain** **Against**

Second Resolution

Appointment of Mr Robert Edward Bradshaw Crombie, whose professional address is 9 Kingsway, London WC2B 6XF, United Kingdom, as a Director of the Company until the Annual General Meeting of the Company to be held to approve the Company's financial statements for the year ending on 30 June 2024.

In favour **Abstain** **Against**

The proxyholder is empowered to pass, approve and sign all minutes or other documents, and take any measures or decisions which may be necessary or useful, in connection with the authority herein granted, with full power of substitution and to proceed, in accordance with the requirements of Luxembourg law, while the undersigned promises to ratify all said actions taken by the proxyholder whenever requested and to indemnify the proxyholder against any and all costs and expenses properly incurred by him/her under this proxy.

This proxy and the rights, obligations and liabilities of the undersigned and the proxyholder(s) hereunder, shall be governed by the laws of Luxembourg, to the exclusion of its rules on conflicts of laws.

The present proxy will remain in force if the Meeting, for whatever reason, is adjourned, postponed or reconvened and shall be irrevocable for a period of three months from the date hereof (but so that the exercise by the shareholder in person from time to time of any of the powers hereby conferred shall not of itself be deemed to be a revocation).

Made in _____ dated this _____ 2024.

Name:
Title:

Name:
Title:

NOTES:

1. The proxyholder will exercise his/her discretion as to how he/she votes or whether he/she abstains from voting on the resolution referred to above if no instruction is given in respect of the resolution and on any related business considered at the general meeting or any reconvened, postponed or adjourned general meeting.

2. This proxy (and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof) must be returned by regular mail to the following address:

Attn: Mrs. Lucija Devetak,
Alquity SICAV,
11 rue Sainte-Zithe,
L-2763 Luxembourg

or by e-mail: luxembourg@eastcapital.com

or by fax: +352 26 684 717

no later than 18:00 (Luxembourg time) on 20 June 2024.

3. If the shareholder is a corporation, this proxy must be executed under the seal or under the hand of some officer or attorney duly authorised on its behalf.