SYCOMORE PARTNERS

Prospectus

01/10/2022

1. GENERAL CHARACTERISTICS

1.1 UCITS features

French Fonds Commun de Placement (FCP).

1.2 Name

Sycomore Partners

1.3 Legal form and Member State in which the UCITS was created

Investment fund in the form of a French Fonds Commun de Placement, governed by French law.

1.4 Inception date and expected term

The Fund was created on 5 March 2008, for a term of 99 years as of that date.

1.5 Fund overview

Unit Class	ISIN Code	Allocation of distributable sums	Base Currency	Target investors	Minimum fee
X	FR0010582262	Accumulation	EUR	All	€100
I	FR0010601898	Accumulation	EUR	'Eligible counterparty' subscribers within the meaning of Directive 2004/39/EC, 'professional investor' subscribers within the meaning of section I of annex II of Directive 2014/65/EC, and all subscribers within the framework of discretionary management services or investment advice on an independent basis within the meaning of Directive 2014/65/EC, for which the suppliers of such services are not allowed to accept and retain fees, commissions or any monetary or non-monetary benefits paid or provided by the management company or by the marketing agent of the Fund ('*clean share*' units).	€100
IB	FR0012365013	Accumulation	EUR	'Eligible counterparty' subscribers within the meaning of Directive 2004/39/EC, 'professional investor' subscribers within the meaning of section I of annex II of Directive 2014/65/EC, and all subscribers within the framework of discretionary management services or investment advice on an independent basis within the meaning of Directive 2014/65/EC, for which the suppliers of such services are not allowed to accept and retain fees, commissions or any monetary or non-monetary benefits paid or provided by the management company or by the marketing agent of the Fund ('clean share' units).	None
R	FR0010601906	Accumulation	EUR	All	€100
P	FR0010738120	Accumulation	EUR	All	None
IBD	FR0012758779	Accumulation and/or Distribution	EUR	'Eligible counterparty' subscribers within the meaning of Directive 2004/39/EC, 'professional investor' subscribers within the meaning of section I of annex II of Directive 2014/65/EC, and all subscribers within the framework of discretionary management services or investment advice on an independent basis within the meaning of Directive 2014/65/EC, for which the suppliers of such services are not allowed to accept and retain fees, commissions or any monetary or non-monetary benefits paid or provided by the management company or by the marketing agent of the Fund ('*clean share*' units).	€100
AD	FR0013167251	Accumulation and/or Distribution	EUR	All	€100

1.6 The latest annual report and interim statement can be obtained as follows:

The latest annual and interim reports will be sent within eight working days upon written request by a unit holder to:

Sycomore Asset Management, SA
14, avenue Hoche
75008 Paris, France
Tel: +33 (0)1 44 40 16 00
Email: info@sycomore-am.com

Additional information may be obtained if necessary from the investor relations department.

2. STAKEHOLDERS

2.1 Management Company

Sycomore Asset Management, SA. Approved by the AMF as a French Portfolio Management Company (Société de Gestion de Portefeuille) under no. GP 01-30 with registered office located at 14, Avenue Hoche, 75008 Paris, France.

2.2 Delegated depositary and custodian

BNP Paribas SA. Establishment approved by the French Prudential Control and Resolution Authority (Autorité de Contrôle Prudentiel et de Résolution) whose registered office is located at 16, Boulevard des Italiens, 75002 Paris, France, and whose postal address is at 9, Rue du Débarcadère, -93500 Pantin, France, registered with the Paris Trade and Companies Register under number 662 042 449.

Description of the Depositary's responsibilities and of the potential conflicts of interest:

The depositary exercises three types of responsibilities, respectively the control of the legality of decisions taken by the management company (as defined in Article 22.3 of the UCITS V Directive), the monitoring of cash flow for the UCITS (as defined in Article 22.4 of said Directive) and the safekeeping of assets of the UCITS (as defined in Article 22.5 of said Directive).

The primary objective of the Depositary is to protect the interests of unitholders/investors in the UCITS, which shall always take precedence over its own commercial interests.

Potential conflicts of interest may be identified, particularly in the case where the management company also has a commercial relationship with BNP Paribas SA in addition to its appointment as Depositary (which may be the case when BNP Paribas SA calculates, by delegation from the management company, the net asset value of the UCITS whose depositary is BNP Paribas SA).

In order to manage such situations, the Depositary has set up and maintains a policy for the management of conflicts of interest. The objectives of such a policy are:

- Identifying and analysing potential situations of conflicts of interest;
- Recording, managing and monitoring situations of conflicts of interest by
  - using the permanent measures implemented in order to manage conflicts of interest, such as the segregation of duties, the split between the functional and hierarchical reporting lines, the monitoring of internal insider lists, and dedicated IT environments
  - Implementing on a case-by-case basis:
    - Appropriate preventive measures, such as the creation of ad hoc monitoring, new "Chinese walls", or checking that transactions are processed in an appropriate way and/or informing the relevant clients
    - Or refusing to manage the activities that could give rise to conflicts of interest.

Description of potential duties delegated by the Depositary, list of delegates and sub-delegates and identification of the conflicts of interest that may result from such delegation.

The UCITS Depositary, BNP Paribas SA, is responsible for the safekeeping of the assets (as defined in article 22.5 of the aforementioned directive). In order to offer services related to the safekeeping of the assets in a large number of countries, enabling the UCITS to achieve their investment objectives, BNP Paribas SA has appointed sub-custodians in countries where BNP Paribas SA has no local presence. Theses entities are listed on the following website: http://securities.bnpparibas.com/solutions/asset-fund-services/depositary-bank-and-trustee-serv.html. The process of appointing and supervising the sub-custodians follows the highest standards of quality, including managing potential conflicts of interest that may arise in the context of such appointments.

The most recent information regarding the previous points is available to investors upon request.

2.3 Institution delegated by the management company to centralise subscription and redemption orders

BNP Paribas SA. Establishment approved by the French Prudential Control and Resolution Authority (Autorité de Contrôle Prudentiel et de Résolution) whose registered office is located at 16, Boulevard des Italiens, 75002 Paris, France, and whose postal address is at 9, Rue du Débarcadère, -93500 Pantin, France, registered with the Paris Trade and Companies Register under number 662 042 449.

2.4 Fund unit registrar

BNP Paribas SA. Establishment approved by the French Prudential Control and Resolution Authority (Autorité de Contrôle Prudentiel et de Résolution) whose registered office is located at 16, Boulevard des Italiens, 75002 Paris, France, and whose postal address is at 9, Rue du Débarcadère, -93500 Pantin, France, registered with the Paris Trade and Companies Register under number 662 042 449.

2.5 Statutory Auditor

PricewaterhouseCoopers Audit, represented by Frédéric Sellam, 63 rue de Villiers, 92200 Neuilly-sur-Seine, France.

2.6 Marketing Agents

Sycomore Asset Management and its subsidiaries. The list of marketing agents is not exhaustive mainly due to the fact that the UCITS is listed on Euroclear. Therefore some marketing agents may not be mandated by, or known to the management company.

2.7 Delegated fund accountant

BNP Paribas SA. Establishment approved by the French Prudential Control and Resolution Authority (Autorité de Contrôle Prudentiel et de Résolution) whose registered office is located at 16, Boulevard des Italiens, 75002 Paris, France, and whose postal address is at 9, Rue du Débarcadère, -93500 Pantin, France, registered with the Paris Trade and Companies Register under number 662 042 449.

2.8 Institution responsible for receiving and transmitting orders from the management company

Sycomore Market Solutions, SA.An investment company authorised by the French Prudential Control and Resolution Authority (Autorité de Contrôle Prudentiel et de Résolution, ACPR), whose registered office is located at 14, Avenue Hoche, 75008 Paris, France. Sycomore Market Solutions may receive orders initiated by the management company on behalf of the Fund to ensure the transmission of such orders to market intermediaries and counterparties with the primary mission of seeking the best possible execution of such orders.

3. OPERATING AND MANAGEMENT PROCEDURES

3.1 General features

3.1.1. Unit Class characteristics:

Nature of the rights attached to the units: The various units represent rights in ownership, i.e. each unit holder has a joint ownership right over the Fund's assets in proportion to the number of units held.

Securities administration: the various units are listed on Euroclear France. Fund unit administration is provided by BNP Paribas SA, with its registered office at 16, Boulevard des Italiens, 75009 Paris, France, postal address: 9 Rue du Débarcadère, 93500 Pantin, France, registered with the Paris Trade and Companies Register under number 662 042 449.

Voting rights: no voting rights are attached to the units as decisions are made by the management company.

Form of units: bearer.

Subdivision of units: Fund units are decimalised in ten-thousandths (e.g. 100.0000). Subscription and redemption orders may be expressed in number of units (whole numbers or decimal fractions) or in cash value.

3.1.2. Accounting year-end

Financial year closing date: Last trading day in March.The closing date of the first financial year was the last trading day in March 2009.

3.1.3. Tax regime

The Fund is not taxable per se.However, unit holders may be taxed upon the sale of their units. The tax regime governing capital gains or losses by the Fund, whether unrealised or realised, depends on the tax provisions applying to the specific case of each investor and his/her tax domicile and/or the Fund's investment jurisdiction.Investors who are unsure of their tax situation should seek advice from an advisor or a financial professional.

French personal equity savings plan eligibility (PEA): This fund is eligible for the PEA.

3.1.4. Information on SRI certification

On the date of publication of this prospectus, the Fund does not have a French SRI label or a foreign equivalent.

3.2 Specific provisions

3.2.1. ISIN Codes

Unit Class	ISIN Code
X	FR0010582262
I	FR0010601898
IB	FR0012365013
R	FR0010601906
P	FR0010738120
IBD	FR0012758779
AD	FR0013167251

UCITS of UCITS: No.

3.2.2. Investment objective

The Fund aims to achieve a significant return over a minimum recommended investment horizon of five years through a careful selection of European and international equities with binding ESG criteria, combined with an opportunistic and discretionary variation in the portfolio's exposure to equity markets.

3.2.3. Benchmark

No financial benchmark is meant to be used to assess the Fund's performance, as available indicators are not representative of the way in which the Fund is managed.The performance of capitalised ESTER plus 3.00% may however be used to assess the performance of the Fund.
The ESTER is based on the interest rates for euro borrowings without guarantee, entered into on a daily basis by bankinginstitutions. It is calculated as a weighted average of volumes, of the transaction rate used by the banks of the eurozone.
The ESTER index administrator is the ECB (European Central Bank).This administrator benefits from the exemption of article 2.2 of the benchmark regulation as a central bank, and as such, does not have to be entered in the ESMA register. Additional information about this index is available at https://www.ecb.europa.eu/paym/initiatives/interest_rate_benchmarks/shared/pdf/ecb.ESTER_methodology_and_policies.en.pdf .

In accordance with Regulation (EU) 2016/1011 of the European Parliament and Council of 8 June, Sycomore Asset Management has a procedure for monitoring benchmark indices used to describe the measures to be implemented in case of substantial changes to an index or withdrawal from this index.

3.2.4. Investment strategy implementation

Description of the strategy used:

The Fund's investment strategy is based on the option given to the management team to vary, on an opportunistic and discretionary basis, the net asset exposure to the European and international equity markets (including 10% emerging markets) from 0% to 100% of net assets, while complying with the requirements of French plans d'épargne en actions (PEA), i.e., the French personal equity savings plans.

Equities are selected based on a thorough fundamental analysis of companies, without sector or capitalisation restrictions, but according to the following geographical restrictions:

- Equities of issuers with their registered office in European Union countries, Switzerland and/or the United Kingdom may represent up to 100% of the Fund's net assets;
- Equities of issuers that have their registered office outside these countries may represent up to 20% of the Fund's net assets, of which no more than 10% may be in emerging market countries.

This process aims to identify quality companies whose market valuation is not representative of their intrinsic value as determined by the management team.ESG (Environment, Social, Governance) analysis is a fully integrated component into the fundamental analysis of companies in the Fund's investment universe, conducted according to our proprietary analysis and 'SPICE' rating methodology.

'SPICE' is the English acronym for our methodology used for global, financial and non-financial analysis, presented in the diagram below (Suppliers & Society, People, Investors, Clients, Environment). In particular, it aims to understand the distribution of value created by a company among all its stakeholders (investors, environment, clients, employees, suppliers and civil society), in our conviction that equitable sharing of value among stakeholders is an important factor in the development of a company.

As an example, the following criteria are used fornon-financial analysis:

- Society & Suppliers: societal contribution of products and services, societal contribution through employment, corporate citizenship behaviour (ethics, respect for human rights, responsible handling of tax obligations, etc.), control of the subcontracting chain and balance of supplier relations, etc.

The assessment of the alignment of the company's products and services with major societal issues is based on a proprietary 'Societal contribution of products and services' metric, which evaluates the company's contribution through its business model.Major societal issues were synthesised into three pillars: Access & Inclusion, Health & Safety, Economic & Human Progress; The calculation aims to determine the contribution of the activities to societal transitions, according to a rating scale of -100% to +100%.The Societal Contribution of the products and services is the sum of the positive and/or negative contributions of a company's products and services to the 3 pillars (Access & Inclusion, Health & Safety, Economic & Human Progress).For further information on our 'Social contribution to products and services, please refer to: https://www.sycomore-am.com/5f804036-Strategie_capital_societal_et_principes_methodologiques_VF.pdf
The Good Jobs Rating, a metric developed in partnership with The Good Economy, evaluates a company's overall ability to create high quality, sustainable employment opportunities for all, particularly in regions - countries and territories - where employment is relatively limited and therefore necessary to ensure sustainable and inclusive development.For more information on The Good Jobs Rating methodology, please refer to: https://www.sycomore-am.com/5feaf873-5f241b17-Sycomore_AM_The_Good_Jobs_Rating_Methodologie_FROK.pdf

- People: occupational development, training, health and safety, absenteeism, turnover, business cultureand values, restructuring management, evaluation of the labour climate, pay equity, diversity, etc.

- Investors: Strength of the business model, competitive positioning, growth levers, governance, strategy, consideration of the interests of the different company stakeholders, quality offinancial communication, etc.

- Clients: market positioning, distribution methods, client relations, digitalization, digital rights and data protection, product security, etc.

- Environment: Level of integration of environmental issues into the leaders' vision, corporate strategy and culture, environmental performance of sites and operations, transition risk assessment, exposure to physical environmental risks in the medium to long term, etc.

The assessment of the transition risk is based on a specific proprietary metric called 'NEC,' the acronym for 'Net Environment Contribution.'Calculating a company's NEC aims to determine the contribution of its activities to the ecological transition, based on a rating scale of -100% to +100% determined by the more or less negative or positive impact of activities on the environment. It follows a Life Cycle Analysis approach that integrates upstream (supply chain) and downstream (use of products and services). Further information on methodology can be obtained from: https://nec-initiative.org/

The application of this methodology leads to the award of a SPICE rating between 1 and 5 (5 being the highest rating).This rating has an impact on the risk premium of companies and therefore their price targets which are the result of the valuations carried out by our team of manager-analysts.The SPICE analysis permanently concerns the portion of the Fund's net assets invested in equities (excluding all other eligible assets and in particular UCIs, money market instruments, derivatives and cash).In addition, the Fund's investment universe is constructed using criteria specific to SPICE. Issuers must therefore successfully pass through two successive filters to join the Fund's eligible investment universe:

♦ **A filter excluding the main ESG risks**: its aim is to exclude any company with sustainable development risks. The identified risks include insufficient non-financial practices and performance which could call into question the competitiveness of companies.A company is excluded if (i) it is involved in activities identified in our exclusion policy for their controversial social or environmental impacts, or (ii) has obtained a SPICE rating strictly below 3/5.

♦ **A filter for selecting the main ESG opportunities**: Its objective is to promote companies with sustainable development opportunities meeting the following two cumulative conditions:

1. Companies claiming a fundamental transformation strategy in sustainable development (supply of products or services, or changing practices).The Fund's purpose is to support the environmental, social, societal and governance transformation of these companies.The areas for improvement identified by the management company must be met within a maximum period of two years.

2. Companies (i) having a sustainable development management rating of at least 3/5 in the Investors pillar of our SPICE methodology or (ii) having a SPICE rating of at least 3.5/5.

The fund's eligible investment universe is thus reduced by at least 20% compared to the initial universe, i.e. equities listed on international markets (mainly European markets).

The investments underlying this fund do not take into account the European Union's criteria for environmentally sustainable economic activities.

Our methodology combines the following socially responsible investment approaches systematically:

✓ Environmental, social and governance (ESG) integration

ESG analysis is systematically included in the analysis and management process.

✓ Exclusion

As part of our Socially Responsible investment approach, the SRI exclusion policy is an additional tool which ensures that no investment is made in activities that have an actual negative impact on society or the environment. For example, the following are excluded: Coal companies (extraction and energy production), tobacco, armaments or those which have activities that violate one of the principles of the United Nations Global Compact. The selectivity rate within the investment universe is at least 20%.
More detailed information is available in our SRI Exclusion Policy available on our website, www.sycomore-am.com.

✓ Shareholder engagement

The commitment is to encourage businesses to improve their environmental, social and governance practices (ESG) over the long term, through dialogue that is constructive andstructured, and long-term monitoring. This commitment is based cn the conviction that good ESG practises are capable of promoting the sustainable performance of companies and the creation of value for our clients. This commitment translatesintodraft resolutions, and more generally through dialogue with issuers. As in the Best-effort approach the issuers selected may not be the best issuers in terms of ESG.More detailed information is available in our Engagement Policy available on our website,www.sycomore-am.com.

✓ Best in universe

This approach aims to select and weight the best issuers in the investment universe and could lead to excluding certain sectors for which the sustainable development contribution is not enough, compared to issuers from other sectors represented in the investment universe.

✓ Best effort

This approach allows investment in companies demonstrating visible efforts in terms of sustainable development, though they are not yet among the best companies in the investment universe in terms of ESG. These companies are subject to an analysis and monitoring process that is identical to those of the 'Best-in-universe' approach and comply with the same ESG criteria as the 'Best-in-universe' approach, while the companies of the 'Best-in-universe' approach belong to the first and second quartile of the investment universe, those in the 'Best- effort' approach will be in the third quartile of the investment universe. The management company is committed to monitoring and maintaining close dialogue with the management teams of these companies in order to monitor efforts, areas for improvement and progress in the companies over time.

PEA-eligible shares represent at any time at least 75% of its net assets, which may be concentrated on a limited number of securities. Up to 10% of the net assets may be exposed to equities from companies listed on international markets outside the European Union, including emerging markets, selected under the same conditions. Exposure to foreign exchange risk is limited to 25% of fund assets.

The allocation of the Fund's net assets may be supplemented by exposure to the following asset classes not covered by the ESG analysis process described above (SPICE):

- Up to 25% of its net assets in money market instruments;
- Derivatives, up to the limit of 100% of the net assets, to hedge the portfolio against an expected decline in the equity markets or conversely, to increase the portfolio's exposure to these same markets, or to hedge - discretionary - the currency risk.

The fund's net assets will be allocated between various asset classes on a discretionary basis by the fund managers based on their expectations and outlook for the equity markets.In any case, PEA eligible financial instruments must at all times account for at least 75% of the Fund's net assets.

In view of the environmental and/or social characteristics promoted above, the sub-fund falls within the scope of Article 8 of the SFDR (Regulation 2019/2088 of 27 November 2019 on sustainability-related disclosures in the financial services sector).

Asset classes and financial futures in the portfolio:
Other than the equities referred to above, the following assets may be included within the Fund portfolio.

Money market instruments
The Fund may hold up to 25% of its net assets in money market instruments in the form of public or private debt securities rated at least AA by the rating agencies. These include French treasury bonds (BTF) or negotiable certificates of deposit (NCDs), without any allocation restrictions between these two categories.

UCITS and/or AIFs
The Fund may hold up to 10% of its net assets in the form of shares or units in the following UCITS or AIFs:

- European (including French) UCITS which invest less than 10% of their net assets in UCITS or AIFs;
- French AIFs compliant with the four criteria set out in article R. 214-13 of the French Monetary and Financial Code.

These funds are selected by the management team following meetings with the fund managers. The main investment criteria applied, apart from ensuring the strategies are complementary, is the sustainability of the target fund’s investment process.

In this context, UCI eligible for the French personal equity savings plan (PEA) complements the equity position in assessing compliance with the requirements of the plan.

Such investments may be made as part of the Fund’s cash management or to protect the portfolio against an anticipated decline in the equity markets (money market UCIs or PEA-eligible funds with performance similar to money markets), with the aim of achieving the performance target.

The Fund may invest in UCIs marketed or managed by Sycomore Asset Management or one of its subsidiaries, within the aforementioned limits.

Derivatives
The Fund operates in all regulated or organised markets in France and in other OECD member states.

The Fund uses futures and option strategies.

Futures and options strategies are intended either to hedge the portfolio against the downside risk in an underlying equity asset, or to increase portfolio exposure in order to capitalise on the upside in an underlying equity asset, or to hedge currency risk.

The Fund primarily draws on stock-picking within the portfolio to achieve investment management targets, with these strategies contributing on an ancillary basis to the investment objective.These strategies nevertheless enable a portfolio manager anticipating a period of equity market weakness to preserve accrued returns (hedging strategy involving equity indices or certain stocks which the portfolio manager considers overvalued) or conversely, to increase portfolio exposure when the portfolio manager feels that securities already in the portfolio may not fully benefit from an expected equity market rally.

The Fund may also enter into over-the-counter contracts in the form of:

- Contracts for Differences (henceforth referred to as CFDs). The underlying components of CFDs are shares or equity indices.CFDs shall be used to replicate purchases or sales in securities or indices, or baskets of securities or baskets of indices.
- Total Return Swaps (TRS).These contracts consist of an exchange of the value of a basket of shares in the Fund's assets against the value of a financial index.They are used for the management of the Fund's exposure to equity markets and to optimise its cash management.

Securities with embedded derivatives
The Fund deals in financial instruments with embedded equity derivatives.

The instruments used are: covered warrants, equity warrants, certificates, EMTN (without option components), as well as all bond-like vehicles with an embedded subscription or conversion right, and equity-warrant bonds.

These instruments are used in order to expose the portfolio to one or more companies that satisfy the selection criteria defined above.
Under no circumstances may the use of such derivatives or securities with embedded derivatives lead to an overexposure of the portfolio.

Use of deposits
There are no plans to use deposits in connection with the management of the Fund.

Cash loans
In the normal course of business, the Fund may on occasion find itself in debt and in that case may borrow cash, up to the limit of 10% of its net assets.
Temporary acquisitions and sales of securities
There are no plans to use temporary acquisitions and sales of securities in connection with the management of the Fund.

Contracts constituting financial guarantees
The Fund does not receive any financial guarantees as part of the authorised transactions.

3.2.5. Risk profile

Risks incurred by the Fund:

- **the risk of loss of principal,** as the Fund's performance may not meet investment objectives or investor targets (which depend on their portfolio composition), the principal invested may not be entirely returned, the performance may be adversely affected by inflation;

- **general equity risk,** due to exposure equivalent to as much as 110% of Fund assets to variations in the equity markets.

General equity risk is the risk of a decrease in the value of a share, as a consequence of a market trend.The net asset value may decrease if equity markets fall.

- **Specific equity risk, due** to exposure equivalent to as much as 100% of fund net assets to shares of companies held in the portfolio;

Specific equity risk is the risk that the value of a share will decline due to unfavourable news regarding the company itself or a company in the same business sector.In the event of unfavourable news on one of the companies or on its business sector, the Fund's NAV could decline.

- **risk incurred by small- and mid-cap investments,** given the low market capitalisation of some companies in which the Fund may invest, investors should bear in mind that the small- and mid-cap market includes companies which, by reason of their specific nature, may involve risks for investors.

Investments in small- and mid-caps incur the risk that some buy or sell orders transmitted to the market may not be fully executed on account of the limited quantity of securities available in the market.These stocks may be subject to higher volatility than large-caps and weigh on the NAV.

- **Interest rate and credit risk, as the** Fund may hold up to a maximum of 25% of its net assets in debt securities and money-market instruments;

Interest rate risk:

- the risk that the rates decline when investments are made at a variable rate (lower rate of return);
- the risk that rates will rise in the case of fixed-rate investments, as the value of a fixed interest-rate product is inversely proportional to interest rate levels.

The net asset value may decrease in the event of an adverse variation in interest rates.
Credit risk is the risk that the issuer of a debt security is no longer able to service its debt, i.e. reimburse the debt, or that its rating is downgraded, which could then lead to a decrease in NAV.
Investors should bear in mind that if these products or instruments are used to reduce the portfolio's equity risk exposure, specific risks related to interest rate and credit products can also involve a capital loss for investors.

- **risk incurred by convertible bond investments**, given that the Fund may be exposed to convertible bonds.

This is the risk that the Net Asset Value falls, affected adversely by one or more elements of a convertible bond valuation, namely: level of interest rates, changes in prices of the underlying shares and changes in the price of the derivative instrument embedded in the convertible bond.

- **the risk incurred from discretionary management and unrestricted allocation of assets**, as the Fund managers may freely allocate Fund assets among the various asset classes. The discretionary management style is based on anticipating trends on various markets (equity, fixed income, bonds).There is a risk that the Fund will not be invested at all times on the best-performing markets.

- **foreign exchange risk**, some eligible stocks held in the portfolio may be listed in currencies other than the euro.In this regard, investor attention is drawn to the fact that the Fund is subject to foreign exchange risk of up to a maximum amount of 25% of its net assets for a French resident;

Foreign exchange risk is the risk that the value of an investment currency diminishes compared to the Fund's base currency, i.e. the euro.

- **emerging market risk,** as the Fund may be exposed up to 10% of its net assets to emerging countries' equity markets.This is the risk that the value of such investments may be affected by the economic and political uncertainties of these countries, given the fragility of their economic, financial and political structures. In the event of a fall in one or several of these markets, the NAV may fall.

- **counterparty risk**, the management team may enter into over-the-counter derivative contracts with financial institutions having their registered office in the European Union or in the United States and subject to the prudential supervision rules from authorities.

This is the risk that a counterparty defaults and is no longer able to transfer the money due to the Fund as a result of a transaction, i.e. collateral deposits or realised gains.This risk is capped at a maximum of 10% of the net assets per counterparty.In the event of a counterparty default, the Net Asset Value may fall.

- **Methodological risk related to the non-financial analysis process:** the selection of financial instruments using an ESG process is a relatively new area and therefore there is no universally accepted framework or list of factors to consider to ensure the sustainability of investments.Furthermore, the legal and regulatory framework governing this area is still in the process of being developed.The absence of common standards may lead to different approaches to setting and achieving ESG objectives.ESG factors may vary depending on the investment themes and the subjective use of the different ESG indicators governing portfolio construction.The selection and weightings applied may, to some extent, be subjective or based on measures that may share the same name but have different underlying meanings. ESG information, whether from an external and/or internal source, is, by nature and in many cases, based on qualitative assessment and judgement, including the absence of well-defined market standards and the existence of multiple SRI approaches.An element of subjectivity and discretion is therefore inherent in the interpretation and use of ESG data.It may therefore be difficult to compare strategies incorporating ESG criteria.Investors should note that the subjective value they may or may not assign to certain types of ESG criteria may differ materially from fund to fund.The application of ESG criteria to the investment process may exclude securities of certain issuers for non-financial reasons, and consequently may result in the loss of certain market opportunities that are available to funds that do not use ESG or sustainability criteria.ESG information from third-party data providers may be incomplete, inaccurate or unavailable.As a result, there exists a risk of incorrect valuations of a security or issuer, resulting in the improper inclusion or exclusion of a security.ESG data providers are private companies that provide ESG data for a variety of issuers.They may therefore change the valuation of issuers or instruments in their discretion.The ESG approach may evolve and develop over time, due to the refinement of investment decision processes to take ESG factors and risks into account, and/or due to legal and regulatory developments.

- **Sustainability risks**: Due to climate events which can result from climate change (physical risks) or the company's reaction to climate change (transition risks), which may negatively impact the investments and financial situation of the fund. Social events (e.g., inequality, inclusion, labour relations, investment in human capital, accident prevention, changes in client behaviour, etc.) or instability in governancematters (for example, significant and recurringviolation of international agreements, problems concerning corruption, quality and safety of products, sales practices, etc.) may also constitute sustainability risks. These risks are embedded in the investment process and risk monitoring in that they represent potential or actual material risks and/or opportunities to maximise long-term returns. These risks are taken into account through the use of ESG criteria, more specifically through our SPICE methodology, described above. The consequences of the occurrence of a sustainability risk are numerous and vary according to the specific risk, region and asset class.For example, when a sustainability risk occurs for an asset, it will negatively impact its value, and may result in a total loss of the latter.

3.2.6. Guarantee or protection

None.

3.2.7. Target investors and target investor profile

Unit classes I, IB and IBD ('clean share' units) are specifically aimed at 'eligible counterparty' subscribers within the meaning of Directive 2004/39/EC, 'professional investor' subscribers within the meaning of article I of Annexe II of Directive 2014/65/EC, and all subscribers within the framework of discretionary management services or investment advice on an independent basis within the meaning of Directive 2014/65/EC, for which the suppliers of such services are not allowed to accept and retain fees, commissions or any monetary and non monetary benefits paid or provided by the management company or by the promoter of the Fund ('clean share' units).
Other unit classes are aimed at all investors.

Given the major risks associated with equity investments, this Fund is mainly intended for investors who are prepared to withstand the wide fluctuations inherent in equity markets, over an investment horizon of at least five years.

The reasonable amount to invest in this UCITS depends on your personal situation. In order to assess your financial situation, you must take into account your personal assets, your current needs and your needs over the next five years, as well as your willingness to take on risk or, conversely, to opt for a more prudent investment.You are also strongly advised to sufficiently diversify your investments so that they are not exposed solely to the risks incurred by this Fund.

The units in the Fund, which is a Foreign Public Fund within the meaning of Section 13 of the US Bank Holding Company Act, have not been registered or reported to the US authorities pursuant to the US Securities Act of 1933.Hence, they may not be offered or sold, directly or indirectly, in the United States or on behalf of or for the benefit of a "U.S. Person" within the meaning of the US Regulation (Regulation S).

3.2.8. Income calculation and allocation

Accumulation and/or Distribution
Unit Classes I, IB, R, P and X: Full accumulation of the net income and of the net realised capital gains.
Unit Classes IBD and AD: Accumulation and/or yearly distribution with the possibility of quarterly interim payments of some or all of the net income and net realised capital gains.
The management company shall decide each year on the allocation of distributable sums.

3.2.9. Unit Class characteristics

Unit Class	ISIN Code	Allocation of distributable sums	Base Currency	Target investors	Minimum fee
X	FR0010582262	Accumulation	EUR	All	€100
I	FR0010601898	Accumulation	EUR	'Eligible counterparty' subscribers within the meaning of Directive 2004/39/EC, 'professional investor' subscribers within the meaning of section I of annex II of Directive 2014/65/EC, and all subscribers within the framework of discretionary management services or investment advice on an independent basis within the meaning of Directive 2014/65/EC, for which the suppliers of such services are not allowed to accept and retain fees, commissions or any monetary or non-monetary benefits paid or provided by the management company or by the marketing agent of the Fund ('*clean share*' units).	€100
IB	FR0012365013	Accumulation	EUR	'Eligible counterparty' subscribers within the meaning of Directive 2004/39/EC, 'professional investor' subscribers within the meaning of section I of annex II of Directive 2014/65/EC, and all subscribers within the framework of discretionary management services or investment advice on an independent basis within the meaning of Directive 2014/65/EC, for which the suppliers of such services are not allowed to accept and retain fees, commissions or any monetary or non-monetary benefits paid or provided by the management company or by the marketing agent of the Fund ('clean share' units).	None
R	FR0010601906	Accumulation	EUR	All	€100
P	FR0010738120	Accumulation	EUR	All	None
IBD	FR0012758779	Accumulation and/or Distribution	EUR	'Eligible counterparty' subscribers within the meaning of Directive 2004/39/EC, 'professional investor' subscribers within the meaning of section I of annex II of Directive 2014/65/EC, and all subscribers within the framework of discretionary management services or investment advice on an independent basis within the meaning of Directive 2014/65/EC, for which the suppliers of such services are not allowed to accept and retain fees, commissions or any monetary or non-monetary benefits paid or provided by the management company or by the marketing agent of the Fund ('clean share' units).	€100
AD	FR0013167251	Accumulation and/or Distribution	EUR	All	€100

3.2.10. Conditions for subscribing and redeeming shares

Subscription and redemption requests are centralised at BNP Paribas SA (Postal address: 9, Rue du Débarcadère, 93500 Pantin) at 12:00 pm on each NAV calculation day (D). These orders are then executed on the basis of the NAV calculated on the following business day (D+1) at a then-unknown price.The resulting payments are made on the second following business day (D+2).
In summary, subscription and redemption orders are executed in accordance with the table below, unless any specific deadline is agreed upon with your financial institution:

D: Day on which the net asset value is determined	D+1 business day	D+2 business days
Centralisation of subscription and redemption orders before 12:00 pm (CET)	Publication of the Net Asset Value of D	Delivery of Subscriptions Settlement of Redemptions

Subscription and redemption orders may be expressed in number of units (whole numbers or decimal fractions) or in cash value.

Unit holders can switch from one unit class to another by passing a redemption order in the units of the unit class held, followed by a subscription order for units in another unit class. Investors should therefore be aware that switching from one unit class to another triggers the application of the tax regime governing capital gains or losses on financial instruments.

NAV calculation date and frequency: The net asset value is determined each day (D) the Paris Stock Market is open, with the exception of legal holidays in France.This NAV is calculated on the following business day (D+1), based on the preceding day's closing prices (D).

Place and methods of publication or communication of Net Asset Value: The net asset value is available upon request from Sycomore Asset Management and on its website (www.sycomore-am.com).

3.2.11. Fees and Charges

Entry and exit charges:
Entry and exit charges are either levied on the subscription price paid by the investor or deducted from the redemption price. Charges retained by the UCITS offset expenses borne by the UCITS for investment or divestment. Non-retained charges are attributed to the management company, the marketing agent, etc.

Charges borne by the investor at the time of subscriptions and redemptions	Basis	Maximum rate inclusive of tax						
		X	I	IB	IBD	P	AD	R
Subscription fees not due to the UCITS	Net Asset Value multiplied by the number of units subscribed	7%	5%				3%	
Subscription fees due to the UCITS	Net Asset Value multiplied by the number of units subscribed	None						
Redemption fees not due to the UCITS	Net Asset Value multiplied by the number of units redeemed	None						
Redemption fee due to the UCITS	Net Asset Value multiplied by the number of units redeemed	None						

Exemptions: No fees will be charged for a redemption followed by a subscription for the same account on the same day, if the NAV and amount have the same values.

Operating and management charges:

These charges include all the expenses invoiced directly to the UCITS, except for execution fees. Execution fees include intermediation charges (brokerage, stamp duty, etc.) and transfer commissions, if any, which may be collected by the depositary and the management company.The following may be payable in addition to the operating and management charges:

- performance fees. These reward the management company when the UCITS exceeds its objectives. They are therefore invoiced to the UCITS;
- transfer commissions invoiced to the UCITS.

For further details regarding fees charged to the UCITS, please refer to the key investor information document.

Fees charged to the UCITS	Basis	Rate						
		X	I	IB	IBD	R	P	AD
Financial investment management fees and external administration fees (1)	Portion of the net assets invested in equities and equivalent instruments	Maximum annual rate (including tax)						
		0.05%	0.50%	1.00%		2.00%	None	
	Net assets	Maximum annual rate (including tax)						
		None					1.80%	1.30%
Transfer commissions collected by the management company	Charge on each transaction	None						
Transaction fee collected by the depositary	Charge on each transaction	Maximum charge of €30, including tax. CFD: fixed maximum specific tariff of €20 including taxes.						
Performance fee	Net assets	15% including tax above an annual net return in excess of the ESTER +3%, with a High Water Mark						

(1) Statutory auditors, custodians, centralisation, accounting management, distribution, legal fees, etc.

Unless otherwise specified, these rates and percentages are common to all unit classes.

These fees shall be booked directly to the Fund's profit and loss account.

Performance fee: From 1 April 2022, the performance fee will be calculated as follows:

Calculation method

The outperformance generated by the Fund on a given date is understood to be the positive difference between the net assets, before deduction of any eventual performance fee for the Fund, and the assets of an imaginary UCI, realising the performance of its benchmark index and recording the same pattern of subscriptions and redemptions as the actual Fund on the same date.

If this difference is negative, this amount represents an underperformance that will have to be offset in the following years before it can again be provisioned for the performance fee.

Offsetting underperformances and reference period

As specified in the ESMA guidelines for performance fees, 'the reference period is the period during which performance is measured and compared to the benchmark and at the end of which it is possible to reset the mechanism for offsetting past underperformance.'

This period is set at 5 years.This means that in excess of 5 consecutive years without crystallisation, unoffset underperformance older than 5 years will no longer be taken into account in the performance fee calculation.

Observation period

The first observation period will begin with a period of twelve months beginning on 1 April 2022.

At the end of each financial year, one of the following three cases may occur:

• The Fund underperformed over the observation period.In this case, no fee is charged and the observation period is extended by one year to a maximum of 5 years (reference period).

• The Fund outperforms over the observation period but the net asset value after taking into account any provision for performance fees is lower than the highest of the net asset values of the previous financial years. In this case, no fee is charged, the calculation is reset and a new twelve-month observation period begins.

• The Fund (i) outperformed over the observation period and (ii) the net asset value after taking into account any provision for the performance fee is higher than the highest of the net asset values of the previous financial years. In this case, the management company receives the provisioned fees (crystallisation), the calculation is reset and a new twelve-month observation period begins.

Provisioning

Each time the net asset value (NAV) is determined, the performance fee is subject to a provision (of 15% of the outperformance) if the Fund's net assets, before deducting a potential performance fee, are greater than those of an imaginary UCI over the observation period and that the net asset value, after taking into account a possible provision for performance fees, is greater than the highest of the net asset values recorded during each of the previous financial years. In the event of underperformance, a write-back of the provision is carried out that is limited to the existing allocation.

In the event of redemptions during the period, the share of the constituted provision corresponding to the number of shares redeemed shall be definitively acquired and taken by the Manager.

Crystallisation
The crystallisation period, i.e. the frequency of any provisioned performance fee being payable to the management company, is twelve months.
The first crystallisation period will end on the last day of the year ending 30 March 2023.

Selection of intermediaries: Sycomore Asset Management has entrusted the trading of its orders to Sycomore Market Solutions.Sycomore Market Solutions receives orders initiated by the management company on behalf of the Fund and ensures their transmission to market intermediaries and counterparties with the main mission of seeking the best possible execution of these orders.Sycomore Market Solutions is an investment company authorised by the French Prudential Control and Resolution Authority (Autorité de Contrôle Prudentiel et de Résolution, ACPR) to provide the order reception and transmission service on behalf of third parties.
Unit holders may refer to the annual management report for any further information.

4. COMMERCIAL INFORMATION

The settlement of distributable sums occurs, where applicable, within five months following the end of the fund's financial year.

Subscription and redemption orders should be addressed to the delegated institution in charge of the centralisation.

Information concerning the UCITS is provided by Sycomore Asset Management to your financial intermediary, whose duty it is to pass this information on to their clients.

The management company's voting policy and the report setting out the conditions for the exercise of these voting rights are available and sent free of charge within one week upon written request from the investor to:
- - Sycomore Asset Management, 14 avenue Hoche, 75008 Paris, France;
- or to info@sycomore-am.com.

The information on Environmental, Social and Governance criteria taken into account by the UCITS is available on Sycomore Asset Management's Website (www.sycomore-am.com).

Furthermore, information concerning the Fund may be obtained directly via the Sycomore Asset Management website (www.sycomore-am.com) or by calling our Investor Relations Department on +33 1 44.40.16.00.

The management company may send the UCI's portfolio composition to its investors within a period which may not be less than 48 hours after the publication of the net asset value, solely for the purpose of calculating the regulatory requirements related to Directive 2009/138/EC (Solvency 2). Each investor wishing to use this information must have procedures in place to manage this sensitive information prior to the transmission of the portfolio composition, which is to be used solely for calculating prudential requirements.

5. INVESTMENT REGULATION

The Fund complies with the investment regulations for UCITS governed by Directive 2009/65/EC investing up to 10% of their assets in units or shares of UCITS as set out in the General Regulation of the French Financial Market Authority (Autorité des Marchés Financiers).

6. OVERALL RISK

The Fund’s overall risk reflects the additional risk incurred by the use of derivatives, based on the commitment calculation method.

7. ASSET VALUATION PRINCIPLES

7.1 Asset valuation rules

Financial instruments and securities traded on French or foreign regulated markets are valued at market price.

However, the following instruments are valued in accordance with the following specific methods:

- Financial instruments which are not traded on regulated markets are valued by the management company at their likely trading value.

- Units or shares in UCITS are valued at the most recently published NAV.

- Negotiable debt securities and similar instruments which are not actively traded are valued using an actuarial method. The value retained is that of equivalent issued securities, which are adjusted, where applicable, on the basis of a credit spread reflecting the creditworthiness of the security issuer. However, negotiable debt securities with a residual lifespan not exceeding three months may be valued using the straight-line method in the absence of any specific modified duration. The application of these principles is set by the management company. These are detailed in the notes to the annual financial statements.
- Transactions involving financial futures or options traded on French or foreign organised markets are valued at market price in accordance with methods laid down by the management company. They are set out in the notes to the annual financial statements.

- over-the-counter futures, options or swap transactions authorised by the regulations applicable to UCITS, are valued at their market price or at an estimated value in accordance with methods laid down by the management company, as defined in the appendix to the annual financial statements.

Financial instruments for which no price has been established on the valuation day, or the price of which has been adjusted, are valued at their likely trading value under the management company's liability. These valuations and relative supporting data are made available to the Statutory Auditor during inspections and audits.

The accounting currency is the euro.

7.2 Alternative assessment procedures in case the financial data is unavailable

Please note that the administrative and accounting management of the fund is delegated to BNP Paribas SA, which is in charge of valuing the fund's financial assets.

Nevertheless, Sycomore Asset Management also has at its disposal an estimated valuation of the fund's financial assets on a real-time basis, sourced from various available financial data suppliers (Reuters, Bloomberg, market counterparties, etc.).

In the event that the delegated administrative and accounting agent is unable to value the Fund's assets, it will still therefore be possible to provide it with the requisite information for the purpose of such a valuation, in which case the Statutory Auditor will be promptly informed.

7.3 Accounting method

The accounting method selected to record income from financial instruments is the coupon-received principle.

The accounting method selected to record execution fees is exclusive of fees.

8. REMUNERATION POLICY

In accordance with the regulation resulting from Directives 2011/61/EC (AIFM) and 2014/91/EC (UCITS V), Sycomore AM established a Remuneration policy. Its objectives are to promote alignment of interests between investors, the management company and its staff, as well as sound and efficient risk management of managed portfolios and of the management company, taking into account the nature, scope and complexity of Sycomore AM's activities. In particular, it relies on the allocation of sufficiently high fixed remuneration and bonuses whose procedures for allocation and payment promote the alignment of long-term interests.

Details of this remuneration policy are available on our website, www.sycomore-am.com. A paper copy can also be made available free of charge upon request.

TERMS AND CONDITIONS

ASSETS AND UNITS

Article 1 - Fund units

The rights of co-owners are expressed in units, each unit representing an equivalent fraction of the assets of the Fund. Each unit holder owns joint ownership rights over the assets of the fund in proportion to the number of units owned.

The term of the Fund is 99 years from 5 March 2008 subject to any early winding-up or extension as provided for in these terms and conditions.

The characteristics of the various categories of units, and the terms and conditions of their acquisition, are set forth in the key investor information document and the prospectus of the Fund.

The various categories of units may:

- benefit from different income distribution methods; (distribution or accumulation)
- be denominated in different currencies;
- incur different management fees;
- bear different entry and exit charges;
- have a different nominal value.

Units may be consolidated or split.

The Board of Directors of the asset management company may elect to split units into ten-thousandths, referred to as fractional units.

Provisions herein governing the issue and redemption of units are applicable to fractional units, the value of which shall always be proportional to the value of the proportion they represent. All other provisions herein governing units apply to fractional units without need for further specification, unless otherwise stated.

Finally, the board of directors of the management company may unilaterally elect to split units by creating new units issued to unit holders in exchange for existing units.

Article 2 - Minimum assets

Units may not be redeemed if the Fund's (or sub-fund) assets fall below EUR 300,000; when the assets remain below this amount for a period of thirty days, the management company shall make the necessary provisions to liquidate the fund concerned, or to carry out one of the operations mentioned in Article 411-16 of the AMF's General Regulations (transfer of the Fund).

Article 3 - Issue and redemption of units

The units can be issued at any time at the request of holders on the basis of their Net Asset Value plus, if applicable, any subscription fees.

Redemptions and subscriptions shall be carried out in accordance with the conditions and procedures defined in the prospectus.

Fund units may be listed in accordance with applicable regulations.
Unit subscriptions must be paid in full on the NAV calculation date. They may be made in cash and/or by a contribution in kind in the form of transferable securities.The management company has the right to refuse the proposed securities and has a period of seven days from the date of filing to inform the subscriber of their decision. If it accepts the securities, they shall be valued on the basis of the rules laid down in article 4, and the subscription shall be made on the basis of the first net asset value calculated following acceptance of the securities involved.

Redemptions shall be paid out exclusively in cash, unless the Fund is liquidated and unit holders have given their consent to repayment in securities.Payment is made by the issuance account keeper within a maximum of five days following unit valuation.

This period may however be extended up to a maximum of 30 days in exceptional circumstances if the repayment requires the prior divestment of assets held in the Fund.

Except in case of inheritance or estate distribution, the disposal or transfer of units between holders, or from holders to a third party, is equivalent to a redemption followed by a subscription; if this involves a third party, the disposal or transfer amount must, if relevant, be completed by the beneficiary in order to attain at least the minimum subscription required by the prospectus.

In application of Article L. 214-8-7 of the French Monetary and Financial Code, the redemption by the Fund of its units, as well as the issue of new units, may be provisionally suspended, by the management company, under exceptional circumstances and if unitholders' best interests so require.
When the net assets of the Fund are lower than the amount set by the regulations, no acquisition of shares may take place.

The UCITS may cease to issue units pursuant to the third paragraph of article L. 214-8-7 of the French Monetary and Financial Code on a temporary or permanent basis, in part or in full, in situations that objectively require the closure of subscriptions, such as when the maximum number of units has been issued, a maximum amount of assets has been reached, or a specific subscription period has expired.The trigger of this tool will be communicated by any means to existing unit holders relating to its activation, as well as to the threshold and objective situation that led to the decision to partially or completely close. In the case of a partial closure, this communication by any means will explicitly specify the terms and conditions under which existing unit holders may continue to subscribe during the duration of this partial closure. Unit holders are also informed by any means of the decision of the UCITS or the management company either to end the total or partial closure of subscriptions (when falling below the trigger level) or not to end them (in the event of a change of threshold or a change in the objective situation that led to the implementation of this tool). A change in the objective situation invoked or to the trigger level of the tool must always be made in the interests of the unit holders. Information by any means shall specify the exact reasons for these changes.

Article 4 - Calculation of the Net Asset Value

The net asset value is calculated in accordance with the valuation rules set out in the UCITS prospectus.

Contributions in kind shall comprise only securities, shares or contracts permissible as UCITS assets, and these shall be valued in accordance with the valuation principles applied to the NAV calculation.

FUND OPERATION

Article 5 - The Management Company

The fund is managed by the management company in accordance with the policy defined for the Fund.
The management company will act in the sole interest of the unit-holders under all circumstances and shall have sole authority to exercise the voting rights attached to securities held by the Fund.

Article 5a - Operating rules

The instruments and deposits that are eligible to form part of the assets of the UCITS and the investment rules are described in the UCITS prospectus.

Article 5b – Listing on a regulated market and/or a multilateral trading facility

Fund units may be listed on a regulated market and/or a multilateral trading facility in accordance with applicable regulations. In case the Fund whose units are admitted to trading on a regulated market has an index-based management objective, the Fund will have in place a system to ensure that the price of its units does not significantly vary from its net asset value.

Article 6 – Depositary

The depositary performs the tasks entrusted to it by the legal and regulatory provisions in force as well as those entrusted to it contractually.It is responsible for ensuring that legal decisions made by the asset management company comply with the necessary regulations.It must, where required, take any precautionary measures it deems necessary. In the event of a dispute with the management company, it will inform the French Financial Markets Authority (Autorité des Marchés Financiers, AMF).

Article 7 - Statutory auditor

A statutory auditor is appointed by the governing body of the management company for a term of six financial years, with the approval of the AMF.

The statutory auditor certifies the accuracy and consistency of the financial statements. The appointment of the statutory auditor may be renewed.

The statutory auditor is required to notify the AMF as soon as possible of any fact or decision relating to the UCITS of which they become aware in the course of their audit that may:

> 1° Constitute a breach of the laws or regulations applicable to this Fund that could have a significant impact on its financial situation, results or assets;
> 2° Undermine the conditions or continuity of its business;
> 3° Entail the issuing of reservations or the refusal to certify the financial statements.

Asset valuation and the determination of exchange terms pertaining to conversions, mergers or split transactions are carried out under the supervision of the statutory auditor.
The statutory auditor shall determine the value of any contribution in kind or redemption in kind under their own responsibility, except in the case of redemptions in kind for an ETF on the primary market.
The statutory auditor monitors the accuracy of the composition of assets and other items prior to publication.
The statutory auditor's fees shall be set by mutual agreement between the auditor and the board of directors or the management board of the management company, on the basis of a work schedule setting out the checks deemed necessary.
The statutory auditor shall certify positions serving as the basis for any interim distribution.
The statutory auditor's fees are included in the management fees.

Article 8 – The financial statements and management report

At the closing of each financial year, the management company prepares the financial statements and a report on the Fund's

management during that year.
The management company prepares a statement of the UCITS assets and liabilities, at least once every half-year, under the supervision of the depositary.
The management company shall make these documents available to unit holders within four months of the end of the financial year and inform them of the amount of income attributable to them: These documents are either sent by mail at the express request of the unit holders, or made available to them by the Asset Management Company.

TERMS AND CONDITIONS OF ALLOCATION OF DISTRIBUTABLE SUMS

Article 9 – Terms and conditions of appropriation of income and distributable sums

Net income for the financial year shall be equal to total interest, arrears, dividends, premiums and bonuses, attendance fees and any other income relating to securities constituting the Fund portfolio, plus income from short-term liquidities, minus management charges and borrowing costs.

Distributable amounts consist of:
1. Net income plus retained earnings plus or minus the balance of accrued income;
2. Realised capital gains after costs, less realised capital losses after costs, recognised during the financial year, plus capital gains after costs recognised during previous financial years that have not been distributed or accumulated and minus or plus the balance of capital gain accruals.

The amounts stated in points 1 and 2 may be distributed, either entirely or partially, independently of one another.The management company shall decide on the appropriation of distributable amounts.Where applicable, the Fund may choose one of the following options for each unit class:
- accumulation: distributable amounts are fully reinvested with the exception of those that must be distributed pursuant to legal provisions;
- distribution (with the possibility of interim distribution):

  - of all distributable sums (all amounts mentioned in points 1 and 2), to the nearest rounded figure;
  - distributable sums mentioned in point 1 to the nearest rounded figure;
  - distributable sums mentioned in point 2 to the nearest rounded figure.

For funds which prefer to maintain the freedom to accumulate and/or distribute all or part of the distributable sums, the management company decides each year on the appropriation of distributable sums mentioned in points 1 and 2 with the possibility of interim distribution.

MERGER - SPLIT - DISSOLUTION - LIQUIDATION

Article 10 - Merger & De-merger

The management company may either transfer, in full or in part the assets included in the Fund to another UCITS or split the Fund into two or more other funds.

Such mergers or splits may not be carried out until the unit-holders have been notified.A merger or split gives rise to the issuance of a certificate specifying the new number of units held by each holder.

Article 11 - Dissolution & extension

If the Fund assets remain below the amount specified in Article 2 for a period of thirty days, the management company shall wind-up the Fund and inform the French financial markets authority (Autorité des Marchés Financiers, AMF), unless it is merged with another investment fund.

The management company may wind-up the Fund before term. It shall inform unit holders of its decision and subscription or redemption orders shall no longer be accepted as of that date.

The management company shall also wind-up the Fund if it receives redemption orders for all of its units, if the custodian ceases to perform its duties where no other custodian has been designated, and upon the expiry of the Fund’s term unless it has been extended.

The management company shall inform the French financial markets authority (Autorité des Marchés Financiers, AMF) in writing of the scheduled date and selected winding-up procedure. It shall then send the French financial markets authority (Autorité des Marchés Financiers, AMF) the statutory auditor’s report.

Extension of a fund may be decided by the management company in agreement with the depositary. Its decision must be taken at least 3 months prior to expiry of the Fund’s term, and both unit holders and the French financial markets authority (Autorité des Marchés Financiers, AMF) must be informed at the same time.

If the agreement concluded between the depositary and the management company is terminated by either party, the management company shall wind-up the Fund within a maximum period of three months upon reception of the termination notice by the party being notified. This is unless another depositary has been designated by the management company and authorised by the French financial markets authority (Autorité des Marchés Financiers, AMF) within this period.

Article 12 - Liquidation

If the Fund is to be dissolved, the management company or the depositary shall act as liquidator, failing which a liquidator shall be appointed by the courts at the request of any party concerned.For such purposes, they will be entrusted with full powers to realise assets, pay any creditors and distribute the available balance amongst the unit holders, in cash or in securities.

The statutory auditor and the depositary shall continue in their respective capacities until the liquidation process is complete.

DISPUTES

Article 13 - Competent courts & Choice of jurisdiction

All disputes related to the Fund that may arise during the term in which it operates, or during its liquidation, either between the unit holders or between the unit holders and the management company or the depositary, are subject to the jurisdiction of the competent courts.

Template 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:
Sycomore Partners

Legal entity identifier:
969500QXA66RSG7W5229

Environmental and/or social characteristics

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 include 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: %**	☒ 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 1% of sustainable investments
☐ in economic activities that qualify as environmentally sustainable under the EU Taxonomy	☐ with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy
☐ in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy	☒ with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy
	☒ 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**

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

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

The Fund aims to achieve a significant return over a minimum recommended investment horizon of five years through a careful selection of European and International equities with binding ESG criteria and an opportunistic and discretionary variation in the portfolio's exposure to equity markets.

The Fund will target, *inter alia*, companies claiming a deep transformation strategy for sustainable development (product or service offering, or changes in its practices), with the purpose to support the environmental, social, societal and governance transformation of these companies.

No reference benchmark has been designated to determine whether this financial product is aligned with the environmental and/or social characteristics that it promotes.

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

The Fund will measure the attainment of each of the environmental or social characteristics using the following sustainability *inter alia*:

At investee level :

- **Investee companies' SPICE rating**: SPICE[1] stands for Suppliers&Society, People, Investors, Clients and Environment. This tool assesses the sustainable performance of companies. It integrates the analysis of economic, governance, environmental, social and societal risks and opportunities in business practices and in the products and services offering of companies. The analysis takes into account 90 criteria from which a score between 1 to 5 per letter of SPICE is obtained. These 5 scores are weighted according to the company's most material impacts.
- **On the societal side**: investments with a **Societal Contribution of products and services** above or equal to +30%. The Societal Contribution[2] metric combines the positive and negative societal contributions of a company's products and services. The methodology draws on the societal aspects of the United Nations' 17 Sustainable Development Goals (SDGs) and their 169 sub-goals (or targets). Companies associated with a Societal Contribution above or equal to the selected threshold therefore make a significant contribution to one or several of these SDGs or targets.
- **On the human capital side**, two metrics both addressing SDG 8 ("Promote sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all"), as well as SDGs 3, 4, 5 and 10 for the latter:
- **Investments with a Good Jobs Rating** above or equal to 55/100. The Good Jobs Rating[3] is a quantitative metric designed to assess – on a scale of 0 to 100 – a company's overall ability to create durable and quality jobs for all, and particularly in areas (regions or countries) where employment is relatively scarce and therefore needed to ensure sustainable and inclusive economic growth.
- **Investments with a Happy@Work Environment rating**[4] above or equal to 4.5/5. The analysis framework provides a complete and objective assessment of the level of well-being at work, focusing on: purpose, autonomy, competence, working relations, and fairness.
- The Fund will partially make sustainable investments with an environmental objective, based on the following criterion: investments with a **Net Environmental Contribution**[5] **(NEC)** above or equal to +10%. The NEC is a metric that measures the extent to which a company's business model is aligned with the ecological transition and the climate change mitigation objectives. It ranges from -100% for businesses that are highly damaging to natural capital, to +100% for companies with a strong positive net impact. Companies associated with a NEC above or equal to the selected threshold therefore make a significant contribution to the ecological transition and the climate change mitigation objectives.
  - Investee companies' **sustainable development management rating**
  - Investee companies' **compliance with Investment Manager's SRI exclusion policy**
  - Investee companies' **compliance with the controversy analysis process** of the Investment Manager
  - Investee companies' **compliance with the PAI policy** of the Investment Manager

- ***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?***

The Fund may partially make sustainable investments with a social objective, based on at least one of the following criteria:

- **On the societal side**: investments with a **Societal Contribution of products and services** above or equal to +30%.
- **On the human capital side**, two metrics both addressing SDG 8 ("Promote sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all"), as well as SDGs 3, 4, 5 and 10 for the latter:

o **Investments with a Good Jobs Rating** above or equal to 55/100.
o **Investments with a Happy@Work Environment rating**[6] above or equal to 4.5/5.
o Companies associated with a Good Jobs Rating or a Happy@Work Environment rating above or equal to the selected thresholds therefore make a significant contribution to SDG 8.

The Fund may partially make sustainable investments with an environmental objective, based on the following criterion: investments with a **Net Environmental Contribution**[7] **(NEC)** above or equal to +10%. Companies associated with a NEC above or equal to the selected threshold therefore make a significant contribution to the ecological transition and the climate change mitigation objectives.

(1) More information can be found on the website page indicated at the end of this document
(2) Ibid
(3)
(4) Ibid
(5) Ibid
(6) More information can be found on the website page indicated at the end of this document
(7) ???

○ ***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?***

Four layers are implemented to avoid occurrence of significant harm to any environmental or social sustainable investment objective, on an ex ante basis, prior to any investment-decision.

Indeed, investments targeted by one or more of the criteria below will not be considered as a sustainable investment:

1. As per the Mangaement Company SRI exclusion policy: activities are restricted for their controversial social or environmental impacts, as defined and revised annually in Sycomore AM's core policy (applicable to all Sycomore AM's direct investments), and in the Socially Responsible Investment Policy (SRI) policy (applicable to all open-ended UCITs, mandates and dedicated funds managed according to an SRI strategy) such as: violations of foundamental rights, controversial and nuclear weapons, conventional weapons and ammunitions, thermal coal, tobacco, pesticides, pornography, carbon-intensive energy generation, oil & gas.

2. Companies affected by a level 3/3 controversy : identified based on the Investment Manager's thorough analysis of controversies. The most severe controversy classification (-3 on Sycomore AM's scale, which range from 0 to -3 such companies are considered in violation of one of the principles of the United Nations' Global Compact.

3. SPICE rating below 3/5 : The SPICE methodology, through its 90 criteria, covers all environmental, social and governance issues targeted by the indicators for adverse impacts on sustainability factors listed within the draft Regulatory Technical Standards. A lower rating, below 3/5, indicates a lower sustainability performance on one or more adverse impacts.

4. As per Sycomore AM's Principle Adverse Impact (PAI) policy [(8)]: a PAI policy applied to identify further potential significant harm across environmental and social matters targeted by the PAI indicators listed in Table 1 of Annex I is implemented. Companies meeting any exclusion criterion regarding GHG emissions, biodiversity, water, waste, gender equality, UN Global Compact principles/OECD Guidelines for Multinational Enterprises compliance, or controversial weapons, will be reported as "not sustainable".

Principal adverse impacts are the most significant negative impacts of investmentdecisions on sustainability factors relating to environmental, social and employee matters, respect for human rights, anti-corruption and anti-bribery matters.

○ ***How have the indicators for adverse impacts on sustainability factors been taken into account?***

Adverse impacts on sustainability factors involve indicators at two levels:
1. **For sustainable investments only**: a PAI policy directly drawing from indicators of Table 1 of Annex I and any relevant indicators in Tables 2 and 3.
2. **For all investments of the financial product**: the SPICE analysis framework, going through all issues targeted by all adverse sustainability indicators, with ability to use them to feed the analysis.

PAI policy: each sustainability factor targeted by Table 1 of Annex I was associated with an exclusion criterion:

Applicable to investee companies :

◦ **GHG emissions**:
  - Indicators #1-2-3-5-6 (GHG emissions scope 1, 2, 3, and total emissions; Carbon footprint; GHG intensity of investee companies ; Share of non-renewable energy consumption and production; Energy consumption intensity per high impact climate sector): for all sectors, GHG emissions are assessed adjusting for company size, relative to their sub-sector, and taking into account science-based decarbonization levels required to keep global temperature increase below 2°C compared to preindustrial temperatures, as described in the Fifth Assessment Report of the Intergovernmental Panel on Climate Change[1](IPCC). As a consequence, Sycomore AM's PAI approach to GHG emissions for all sectors relies on science-based target metrics: from the science-based target initiative (SBTi[2]) on the one hand, and on the temperatures computed by the Science-Based 2°C Alignment (SB2A[3]) initiative on the other hand. Companies associated with a temperature exceeding the threshold set in the PAI policy are deemed to significantly harm the climate change mitigation objective.
  - Indicator #4 (exposure to companies active in the fossil fuel sector): companies active in the fossil fuel sector are addressed by Sycomore AM's exclusion policy.

◦ **Biodiversity**:
  - Indicator #7 (Activities negatively affecting biodiversity-sensitive areas), complemented by indicator #14 of Table 2 (Natural species and protected areas): these two indicators send a signal that activities in biodiversity-sensitive areas without appropriate mitigation measures might occur. Companies for which this is confirmed are deemed to significantly harm the objective of protection and restoration of biodiversity and ecosystems. The detailed process for confirming excluded companies is provided in the PAI policy.

◦ **Water**:
  - Indicator #8 (Emissions to water): for companies reporting emissions exceeding the threshold set in the PAI policy, further investigation is made on the impact on stakeholders of past emissions, based on controversy reviews. A severe impact not yet fully addressed by the company is deemed to significantly harm the objective of sustainable use and protection of water and marine resources

(8) More information can be found on the website page indicated at the end of this document

- **Waste**:
  - Indicator #9 (Hazardous waste and radioactive waste ratio): for companies reporting quantities exceeding the threshold set in the PAI policy, further investigation is made on the impact on stakeholders of waste generated, based on controversy reviews. A severe impact not yet fully addressed by the company is deemed to significantly harm the objective of pollution prevention and control.

- **UN Global Compact principles/OECD Guidelines for Multinational Enterprises compliance:**
  - Indicator #10 (Violations): The aforementioned controversy analysis framework implemented by Sycomore AM precisely aims at identifying violations of these international standards.
  - Indicator #11 (Lack of processes and compliance mechanism to monitor compliance): lack of processes and compliance mechanism to monitor compliance with these international standards is a signal that further due diligence is necessary to conclude on the likeliness of potential violations. More stringent requirements throughout the SPICE analysis, in particular related to Society (S), People (P) and Clients (C) stakeholders, defined in the PAI policy, are then implemented. Any company failing the test will be deemed to significantly harm one or more social objectives.

- **Gender equality**:
  - Indicator #12 (Unadjusted gender pay gap): Companies associated with an unadjusted gender pay gap exceeding the threshold set in the PAI policy are deemed to significantly harm the social objective of tackling inequality.
  - Indicator #13 (Board gender diversity): Companies associated with a share of women seating on the company's Board below the threshold set in the PAI policy are deemed to significantly harm the social objective of tackling inequality.

- **Controversial weapons**: exposure to controversial weapons is specifically addressed by Sycomore AM's exclusion policy.

Applicable to sovereigns and supranationals:

- **GHG intensity** (indicator #15): GHG intensity is part of the analysis of sovereigns, described in Sycomore AM's ESG integration policy, that allows to exclude low performers across a range of environmental, social and governance matters.

- **Investee countries subject to social violations** (indicator #16): similarly, the analysis framework applicable to sovereigns addresses adherence to the Charter of the United Nations. In addition, a set of indicators allows to assess government practices in terms of sustainable development and governance, including in particular corruption, human rights and social inclusion.

SPICE rating:

The SPICE methodology, through its 90 criteria, covers all environmental, social and governance issues targeted by the indicators for adverse impacts on sustainability factors listed within the Regulatory Technical Standards.

Out of the 46 adverse sustainable indicators applicable to investee companies – excluding one item dedicated to bond investments (14 principal adverse impact indicators listed in Table 1, as well as 32 additional adverse impact indicators listed in Table 2 and Table 3), 42 indicators (23 environmental indicators and 19 social indicators) tackle adverse impacts reviewed during the SPICE analysis, and 4 indicators (1 environmental indicator and 3 social indicators) relate to adverse impacts targeted by Sycomore AM's exclusion policy.

More specifically, Sycomore AM's fundamental analysis model SPICE, is an integrated model, allowing to get a holistic view of companies of the investment universe. It was built taking into account OECD guidelines for Multinational Enterprises. It fully integrates ESG factors to capture how companies are managing adverse impacts as well as key sustainable opportunities following a double materiality approach.

Examples of matching between adverse impacts and SPICE items include inter alia:

Society & Suppliers (S): The S rating reflects the performance of the company with respect to its suppliers and civil society. Analysis relates to the societal contribution of products and services, corporate citizenship, and the outsourcing chain. Adverse sustainability indicators including lack of a supplier code of conduct, insufficient whistleblower protection, lack of a human rights policy, lack of due diligence, risks related to human beings trafficking, child labour or compulsory labour, cases of severe human rights issues, and risks related to anti-corruption and anti-bribery policies, tackle adverse impacts addressed within the Society & Suppliers section.

People (P): The P rating focuses on a company's employees and its management of human capital. The assessment of the People pillar covers the integration of people-related issues, employees' fulfilment (Happy@Work environment), and measurement of employee engagement. Adverse sustainability indicators including unadjusted gender pay gap, board gender diversity, workplace accident prevention policies and health & safety indicators, employee's grievance mechanisms, discrimination, and CEO pay ratios tackle adverse impacts addressed within the People section.

Investors (I): The I rating focuses on the relation between companies and their shareholders. The rating is assigned based on an in-depth analysis of the company's shareholder and legal structure and of the interactions and power balance between different players: management, shareholders and their representatives, directors. Analysis targets the business model and governance. Among adverse sustainability indicators, lack of diversity at board level and excessive CEO pay-ratio tackle adverse impacts addressed in that section.

Clients (C): The C rating focuses on the company's clients as stakeholders, analyzing the offer made to clients as well as customer relationship.

Environment (E): The E rating assesses how the company stands with regards to natural capital. It accounts for management of environmental issues as well as positive or negative externalities of the company's business model. The operations environmental footprint subsection adresses adverse impacts targeted by adverse sustainability impact indicators including greenhouse gas emission indicators, energy consumption, air pollution indicators, water, waste and material emissions, as well as biodiversity indicators. Sustainability impact indicators including carbon reduction initiatives and fossil fuel activities tackles adverse impacts that are addressed by the Transition Risk subsection of that E section.

Exclusion policy: Finally, Sycomore AM's exclusion policy targets adverse sustainability impact indicators including controversial weapons, exposure to fossil fuel sector, chemical pesticide production, and more broadly was drafted to target companies in breach of the UN Global Compact principles and Organisation for Economic Cooperation and Development (OECD) Guidelines for Multinational Enterprises.

Once the analysis – SPICE analysis including review of controversies, exclusion policy compliance, PAI policy compliance – is performed, it impacts investment decisions in the following ways:

- As indicated in the previous question, it provides a safeguard against significant harm to any sustainable investment objective, by excluding companies not meeting minimum safeguard requirements;

- It also impacts the financial investment case in two ways: 1. assumptionsrelated to the company's prospects (growth and profitability forecasts, liabilities, M&A, etc.) can be fed by certain SPICE outputs as relevant, and 2. some core assumptions of valuation models are systematically linked to SPICE outputs.

○ ***How are the sustainable investments aligned with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights? Details:***

The development of Sycomore AM's analysis framework "SPICE" as well as the exclusion policy have been inspired by the OECD's Guiding Principles for multinational companies, the United Nations' Global Compact, the International Labour Organization's international standards and the UN Guiding Principles on Business and Human Rights. To assess the fundamental value of a company, analysts systematically examine how a firm interacts with its stakeholders. This fundamental analysis is designed to understand strategic challenges, business models, management quality and degree of involvement, and the risks and opportunities faced by the company. Sycomore AM has also defined its Human Rights Policyin compliance with the UN Guiding Principles on Business and Human Rights.

Despite the above-described due diligence set to detect potential breaches of the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights, actual compliance of the analyzed issuers can never be guaranteed.

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

☒ Yes, as indicated in the previous sub-section:

- Principal adverse impacts, as well as all other adverse impacts, are considered for any investment of the portfolio through SPICE analysis and outputs, complemented by Sycomore AM's exclusion policy.
- In addition, to qualify as a sustainable investment, any investment must comply with the PAI policy specifically addressing principal adverse impacts.

Information on principal adverse impacts on sustainability factors shall be made available in the annual report of the fund.

☐ No

What investment strategy does this financial product follow?

The Fund's investment strategy is based on the option given to the management team to vary, on an opportunistic and discretionary basis, the portfolio's exposure to the European and International equity markets (excluding emerging markets) from 0% to 100% of net assets, while complying with the requirements of French plans d'épargne en actions (PEA), i.e. the French personal equity savings plan.

Equities are selected based on a thorough fundamental analysis of companies, without sector or capitalisation restrictions, but according to the following geographical restrictions:

- Equities from issuers with their registered office in the European Union, Switzerland and/or the United Kingdom may represent up to 100% of the Fund's net assets;
- Equities from issuers headquartered outside these countries can represent up to 20% of the Fund's net assets, of which at most 10% in emerging countries.

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

This process aims to identify quality companies whose market valuation is not representative of their intrinsic value as determined by the management team.

ESG (Environment, Social, Governance) analysis is a fully integrated component into the fundamental analysis of companies in the Fund's investment universe, conducted according to our proprietary analysis and 'SPICE' rating methodology. SPICE is the acronym for the global, financial and extra-financial methodology of analysis of Sycomore AM. In particular, it aims to understand how the value created by a company is allocated among all its stakeholders (investors, environment, customers, employees, suppliers and civil society). The Management Company believes that an equitable sharing of value between the stakeholders is an important factor in the development of a company.

The investment universe of the Fund is built according to specific criteria into the overall SPICE methodology (see next item on binding elements of the investment strategy).

The application of this methodology leads to the award of a SPICE rating between 1 and 5 (5 being the highest rating). This rating has an impact on the risk premium of companies and therefore their price targets which are the result of the valuations carried out by our team of manager-analysts. The SPICE analysis permanently concerns the portion of the Fund's net assets invested in equities (excluding all other eligible assets and in particular UCIs, money market instruments, derivatives and cash).

- ***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?***

Two main filters, one of exclusion and one of selection, are used.
- **A filter of selection**: Its objective is to favour companies with sustainable development opportunities that meet both of the following conditions on a cumulative basis:
1. **Companies claiming a deep transformation strategy for sustainable development** (product or service offering, or changes in its practices). The Fund's purpose is to support the environmental, social, societal and governance transformation of these companies. The areas for improvement identified by the management company must be met within a maximum period of three years.
2. **Companies with a SPICE** rating greater than or equal to 2.5/5.
- **A filter of exclusion**: any company which presents risks in terms of sustainable development. Identified risks include inadequate non-financial practices and performance likely to jeopardize the competitiveness of companies. A company is thus excluded if:
1. it is involved in activities identified in Sycomore AM SRI **exclusion policy** for their controversial social or environmental impacts, or
2 obtained a **SPICE rating** strictly below 2.5/5, or
3. if the company is affected by **a level 3/3 controversy** .
In addition, the fund can make:

- Investments in companies which obtained a **SPICE rating** equal or above **3.5/5** and do not fall under the exclusion criteria mentioned above;
- Sustainable investments. Any sustainable investment must comply with the aforementioned criteria related to environmental or social contribution, to the do-no-significant-harm principle, and the criteria described below related to good governance.

○ ***What is the committed minimum rate to reduce the scope of the investments considered prior to the application of that investment strategy?***

Following the application of the investment strategy, the fund's eligible investment universe is thus reduced by at least 20% compared to the initial universe, i.e. equities listed on international markets (mainly European markets).

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?***

Governance is part of the SPICE analysis, including a dedicated governance section ("G" section) within the "I" section involving a significant focus on management structures, and governance items embedded into the other parts of the analysis framework, notably employee relations and remuneration of staff within the "P" section, and tax practices within the "S" section. Overall governance of issues associated with each type of stakeholder (Society, People, Investors, Clients and the Environment) is addressed in each according section.

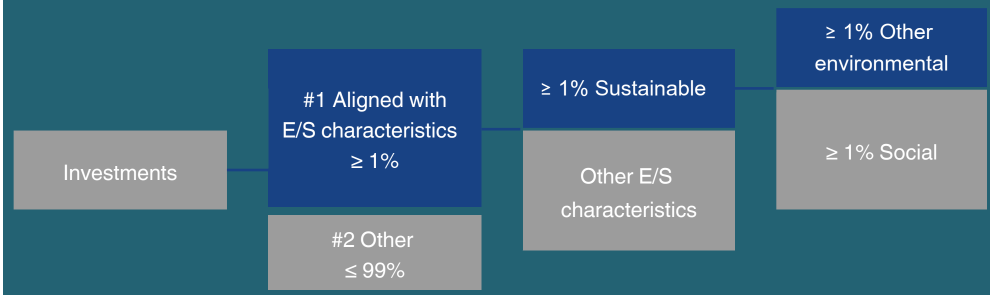
Further requirements to exclude from the investable universe insufficient governance practices from the "G" section, associated with a minimum threshold, can be found in Sycomore AM's exclusion policy.

Asset allocation describes the share of investments in specific assets.

What is the asset allocation planned for this financial product?

Aforementioned 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, are required for any investment of the Fund (excluding cash or derivatives held for liquidity purposes)

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.

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

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

It is worth noting that the percentages mentioned in the graph above are expressed in relation to the fund's net assets. When it comes to the fund's investments in companies, the fund commits to invest a minimum of 25% in companies qualifying for sustainable investments under the conditions set forth in this document, i.e. 25% of invested companies will be sustainable investments. Investments in companies include any financial instrument issued by a company (such as shares and bonds).

The purpose of the remaining proportion of investments, including a description of any minimum environmental or social safeguards is indicated at the question "What investments are included under "#2 Other", what is their purpose and are there any minimum environmental or social safeguards?".

○ ***How does the use of derivatives attain the environmental or social characteristics promoted by the financial product?***

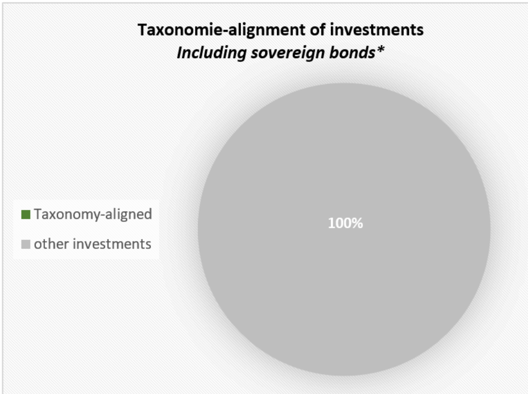
The policy for using derivatives, whose underlying assets are subject to the SPICE analysis process, is compatible with the objectives of the Fund and consistent with its inclusion in a long-term perspective. It is not intended to significantly or permanently distort the ESG selection policy. The use of derivatives is limited to techniques allowing for efficient management of the portfolio of securities in which the Fund is invested. The Fund may not hold a short position in any asset selected as ESG, according to its own method of ESG asset selection.

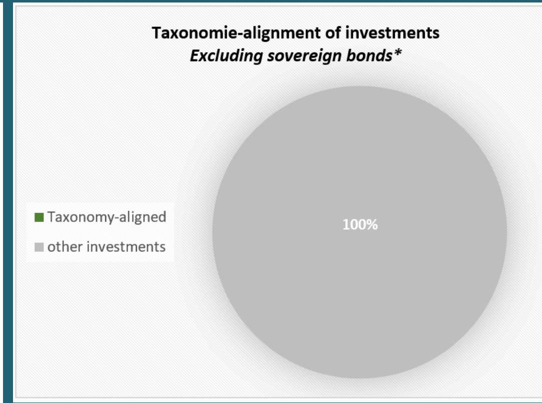
To what minimum extent are sustainable investments with an environmental objective aligned with the EU Taxonomy ?

N/A

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 ad among others have greenhouse gas emission levels corresponding to the best performance.

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.





** 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?
N/A

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?
The Fund makes a minimal commitment regarding a minimum share of investments in sustainable investments with an environmental objective (1%).
However, the fund commits to have a minimum of 25% of invested companies qualifying for sustainable investments, either with an environmental or a social objective.

What is the minimum share of socially sustainable investments ?
The Fund makes a minimal commitment regarding a minimum share of investments in sustainable investments with a social objective (1%).
However, the fund commits to have a minimum of 25% of invested companies qualifying for sustainable investments, either with an environmental or a social objective.

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

Investments included under “#2 Other” (not aligned with E/S characteristics) relate to derivatives used for hedging purpose, to cash held as ancillary liquidity or to cash equivalent such as sovereign bonds.
Bonds, other international debt securities and short-term negociable securities from public issuers are selected through an in-house rating of the issuing State strictly above 2.5 on a scale of 5 (5 being the highest rate), the State being thus considered as sufficiently sustainable and inclusive.
Other cash and cash equivalent used as ancillary liquidity, and derivatives held for hedging purpose, are not subject to any minimum environmental or social safeguards.

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 ?

There is no 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.

Where can I find more product specific information online?
More product-specific information can be found on the website
https://en.sycomore-am.com/funds/31/sfs-sycomore-partners