

# UBAM

287-289, Route d'Arlon, L-1150 Luxembourg

R.C.S. Luxembourg N° B 35 412

---

## INFORMATION AND NOTICE TO THE SHAREHOLDERS OF

### UBAM - BEST SELECTION ASIA EQUITY UBAM - POSITIVE IMPACT EMERGING EQUITY

---

Luxembourg, November 10, 2021

Dear Shareholders,

The Board of Directors of UBAM informs you of the decision taken by circular resolution, i.e.:

The UBAM - BEST SELECTION ASIA EQUITY sub-fund (the "Absorbed Sub-fund") will merge with the UBAM - POSITIVE IMPACT EMERGING EQUITY sub-fund (the "Absorbing Sub-fund"), the latter absorbing the former in accordance with the type of merger described in article 1 point 20 a) of the law of 17<sup>th</sup> December 2010.

This merger is motivated by the fact that the Absorbing Sub-fund has an investment policy which is close to the Absorbed Sub-fund' investment policy but includes the sustainable aspects which are sought after by investors and should lead to better long-term performance.

The Absorbing Sub-fund has the same SRRI (6) as those of the Absorbed Sub-fund with similar or lower management fees depending on the share classes and lower ongoing charges.

The merger will become effective on 13<sup>th</sup> December 2021 at midnight.

The investment policies and objectives of the Absorbing and the Absorbed Sub-funds differ as follows.

UBAM - BEST SELECTION ASIA EQUITY	UBAM - POSITIVE IMPACT EMERGING EQUITY
<p>This sub-fund actively managed invests primarily in equities and other similar transferable securities, such as, although this list is not intended to be exhaustive, warrants on transferable securities, convertible bonds or bonds with warrants on transferable securities issued by companies (i) having their registered office or (ii) carrying on a major part of their commercial activity, or (iii) as holding companies owning predominant interests in companies having their registered office, or (iv) listed on qualified exchanges of Regulated Markets or (v) primarily operate or (vi) have a majority of their income, profits, assets, production activities or other commercial interests, in Asia. Furthermore, this sub-fund may invest, on an ancillary basis, in bonds, other debt securities and money market instruments.</p>	<p>This sub-fund invests its net assets primarily in equities and other similar transferable securities, in addition to, on an ancillary basis, warrants on transferable securities, convertible bonds or bonds with warrants on transferable securities, bonds and other debt securities, money market instruments, issued primarily by companies (i) having their registered office, or (ii) carrying on a major part of their commercial activity, or (iii) as holding companies owning predominant interests in companies with their registered office or (iv) listed on qualified exchanges of Regulated Markets or (v) primarily operate or (vi) have a majority of their income, profits, assets, production activities or other commercial interests, in Emerging countries as defined on page 4 of this prospectus. <i>These countries include, but are not limited to the following: Mexico, Hong Kong, Singapore, Turkey, Poland, the Czech Republic, Hungary, Israel, South Africa, Chile, Slovakia, Greece, Brazil, the Philippines, Argentina, Thailand, South Korea, Colombia, Taiwan, Indonesia, India, China, Romania, Saudi Arabia, Ukraine, Malaysia, Croatia and Russia.</i></p>

UBAM - BEST SELECTION ASIA EQUITY	UBAM - POSITIVE IMPACT EMERGING EQUITY
<p>For investments in China, the sub-fund may invest up to 25% of its net assets in China A-Shares through the Shanghai-Hong Kong Stock Connect (the "Stock-connect"). Please refer to the Shanghai-Hong Kong Stock Connect definition and related risk in the "<a href="#">RISK FACTORS</a>" chapter of this prospectus.</p> <p>The sub-fund is focused primarily on securities of the most attractive companies in term of potential capital gains and/or offering attractive dividend yield. The sub-fund will be mainly constituted by large market capitalization equity.</p>	<p>For China, the sub-fund may invest up to 25% of its net assets in China A-Shares through the Shanghai-Hong Kong Stock Connect (the "Stock Connect"). Please refer to the Shanghai-Hong Kong Stock Connect definition and related risks in the "<a href="#">RISK FACTORS</a>" chapter of this prospectus.</p> <p>This sub-fund addresses the UN's Sustainable Developments Goals through six themes, three environmental (healthy ecosystems, climate stability, sustainable communities) and three societal (basic needs, health &amp; wellbeing, inclusive &amp; fair economies with a focus on Emerging Markets Equities. The primary sustainable objective is to invest in companies which have products, services and/or processes which contribute to the solution of environmental and/or social problems as defined by the United Nations Sustainable Development Goals, including, but not limited to climate change mitigation, promotion of circular economy solutions, affordable healthcare and education, and the protection and restoration of biodiversity. Companies directly involved in weapons, (including controversial and nuclear weapons), thermal coal extraction, unconventional oil &amp; gas extraction, gambling and adult entertainment and tobacco production are excluded; as well as, with revenue thresholds applied, those involved in Tobacco distribution, Conventional oil and gas extraction, Electricity utilities. Furthermore, the sub-fund excludes all companies in breach of the UN Global compact, as measured by MSCI Red Overall Controversy Flags.</p> <p>The investment strategy relies on external ESG scores, as well as internal analysis. At least 90% of the sub-fund's investments will have an external ESG score. For investments without an external ESG score, an in-house equivalent analysis is conducted by the Investment Manager.</p> <p>The selection process systematically excludes at least 20% of the investment universe based on a combination of ESG scores and sector/behaviour exclusions. 100% of the investee companies are positive contributors to one or more environmental / social objectives.</p> <p>The construction of the universe is driven by positive inclusion, rather than exclusion. That is to say, through the 6 thematic lenses, the Investment Manager builds a universe through adherence to the IMAP system and positive ESG credentials. The universe is composed of the stocks in the MSCI Emerging Markets Net Return USD Index ("the Benchmark").</p>

UBAM - BEST SELECTION ASIA EQUITY	UBAM - POSITIVE IMPACT EMERGING EQUITY
	<p>The Benchmark is representative of the investment universe and of the risk profile of the Fund. The Investment Manager manage the Sub-Fund actively and has significant discretion to deviate from the Benchmark's constituents in respect to countries, sectors, issuers and instruments, especially in view of the fact that the benchmark is a standard reference used to frame the sub-fund's universe but is not aligned with the environmental and/or social characteristics promoted by the sub-fund.</p> <p>The Investment Manager performs a negative screening, based on the exclusion list and ESG profile to filter the investment universe. Impact and ESG credentials are fully integrated into decision making regarding the purchase, sale and position-sizing of underlying holdings. The 'IMAP' score in combination with ESG and financial analysis will determine the size of the positions in the portfolio.</p> <p>The intensity of impact (IMAP) is measured through the Investment Manager's proprietary scoring system, with a minimum scoring requirement for inclusion in the fund. This system has external oversight through the Impact Advisory Board.</p> <p>The Impact Advisory Board is composed of independent, external sustainability experts and attended by a representative of the Investment Manager. The Impact Advisory Board meets twice per year and its specific responsibilities are to provide a level of scrutiny for the IMAP scores of the sub-fund (the outcome of the IMAP process) and to provide strategic guidance on sustainability issues. As an Advisory Board, the Impact Advisory Board has no decision power of portfolio composition and the ultimate accountability regarding IMAP scoring and portfolio composition remains with the Investment Manager, although the Impact Advisory Board can recommend that Investment Manager alter IMAP scores and engage with companies on specific issues. Minutes of each Impact Advisory Board meeting are published on the UBP website.</p> <p>The principal adverse impacts on sustainability factors is considered through the exclusion list as mentioned above which comprises activity-based exclusions but also behaviour elements. When measuring impact intensity, the scoring of materiality (the share of a business represented by positive-impact business line) is a net score which also reflects any business lines with a neutral or even negative impact.</p> <p>The Governance element is monitored by the Investment Manager's through its own research, its engagement with portfolio companies on ESG</p>

UBAM - BEST SELECTION ASIA EQUITY	UBAM - POSITIVE IMPACT EMERGING EQUITY
<p>The net asset value is expressed in USD.</p> <p><i>Standard investor profile: this sub-fund is suitable for investors willing to take higher risks linked to investments on stock markets in order to maximise their returns. In this way, investors should have experience in volatile products and should be able to accept significant losses. Investors should consider a long-term investment horizon of at least 5 years in order to overcome potentially unfavourable market trends.</i></p> <p>- <i>Risk calculation: commitment approach</i></p>	<p>issues and the analysis of governance-related controversies or change in external ESG ratings.</p> <p>This sub-fund does not make use of derivatives, except for share class hedging. Share class derivatives have no material impact on the E and S characteristics.</p> <p>The investment process of this sub-fund draws from the collaboration of the Investment Manager (Union Bancaire Privée, UBP SA) with Cambridge Institute for Sustainability Leadership. Cambridge Institute for Sustainability Leadership is not involved in the stock selection of this sub-fund. UBP's Impact Investment Committee and the afore mentioned bi-annual independent Impact Advisory Board support the Investment Manager. The monthly Impact Investment Committee is an internal Investment Manager committee which conducts a monthly review of ESG status and issues.</p> <p>This sub-fund has no reference benchmark designated for the purpose of attaining its sustainable objective</p> <p>This sub-fund has no restriction on the percentage invested in Small and Mid-Capitalization.</p> <p>This sub-fund will be relatively concentrated (typically under 50 names) with low turn-over.</p> <p>More information about Responsible Investment policy is available on <a href="https://www.ubp.com/en/investment-expertise/responsible-investment">https://www.ubp.com/en/investment-expertise/responsible-investment</a></p> <p>The net asset value is expressed in USD.</p> <p><i>Standard investor profile: this sub-fund is suitable for investors willing to take higher risks linked to investments on stock markets in order to maximise their returns. In this way, investors should have experience in volatile products and should be able to accept significant losses. Investors should consider a long-term investment horizon of at least 5 years in order to overcome potentially unfavourable market trends.</i></p> <p>- <i>Risk calculation: commitment approach.</i></p>

**SFDR (Sustainable Finance Disclosure Regulation):**

UBAM - BEST SELECTION ASIA EQUITY	UBAM - POSITIVE IMPACT EMERGING EQUITY
Article 6	Article 9

The management fees are mentioned in the below table.

The shareholders of the Absorbed Sub-fund will receive shares of the Absorbing Sub-fund of the same Type and having the closest characteristics possible (currency, capitalisation, distribution) as the shares held in the Absorbed Sub-fund, as shown in the below table:

Absorbed Sub-fund UBAM - BEST SELECTION ASIA EQUITY				Absorbing Sub-fund UBAM - POSITIVE IMPACT EMERGING EQUITY			
ISIN	Class	Applicable Management fee	Ongoing charges	ISIN	Class	Applicable Management fee	Ongoing charges
LU1808453648	AC USD	1.75%	2.45%	LU2051758147	AC USD	1.50%	2.10%
LU1808453721	AD USD	1.75%	2.45%	LU2051758220	AD USD	1.50%	2.10%
LU1808453994	AC EUR	1.75%	2.45%	LU2051758659	AC EUR	1.50%	2.10%
LU1808454885	IC USD	1.00%	1.46%	LU2051760473	IC USD	1.00%	1.36%
LU1808454968	ID USD	1.00%	1.46%	LU2051760556	ID USD	1.00%	1.36%
LU1808455692	ID CHF	1.00%	1.46%	LU2051760713	ID CHF	1.00%	1.36% (a)
LU1808455189	IC EUR	1.00%	1.46%	LU2051760804	IC EUR	1.00%	1.36%
LU1808455262	ID EUR	1.00%	1.46%	LU2051760986	ID EUR	1.00%	1.36% (a)
LU1808456237	UD USD	1.00%	1.69%	LU2051762842	UD USD	1.00%	1.60%
LU1808456401	UD EUR	1.00%	1.69%	TBC	UD EUR	1.00%	1.60% (a)
LU1808456666	UD GBP	1.00%	1.69%	LU2051763063	UD GBP	1.00%	1.60% (a)
LU1808456740	RC USD	2.50%	3.20%	LU2051763659	RC USD	2.50%	3.10%

(a) These share classes being presently inactive, this number is an estimate

The other fees charged to the Absorbing Sub-fund are identical to those applied to the Absorbed Sub-fund.

Part of the Absorbed Sub-fund's assets will be sold on the merger date whereas some will be kept and transferred to the Absorbing Sub-Fund. The fees regarding said sales will be supported by the Absorbed Sub-fund.

The contribution of the assets of the Absorbed Sub-fund being done in compliance with the investment policy of the Absorbing Sub-fund, the merger will have no negative impact on the performance and the composition of the Absorbing Sub-fund's portfolio.

Absorbed Sub-fund	Absorbing Sub-fund
UBAM - BEST SELECTION ASIA EQUITY (All share classes)	UBAM - POSITIVE IMPACT EMERGING EQUITY (All share classes)
SRRRI = 6	SRRRI = 6

UBAM - BEST SELECTION ASIA EQUITY and UBAM - POSITIVE IMPACT EMERGING EQUITY being 2 sub-funds of the same legal entity, their taxation is identical. The shareholders are however advised to seek information on the potential impact the planned merger may have on their personal taxation.

The cost of this merger will be borne by UBP Asset Management (Europe) S.A., Luxembourg.

As from the date of this notification and until the carrying out of the merger decision, (i) no shares of UBAM - BEST SELECTION ASIA EQUITY will be issued but (ii) it shall continue to buy back its shares.

Shareholders of both the Absorbed Sub-fund and the Absorbing Sub-fund who do not agree with the merger can ask for the redemption of their shares free of charge until 1pm on 10<sup>th</sup> December 2021.

Shareholders of UBAM - BEST SELECTION ASIA EQUITY who have not requested the redemption of their shares by 1pm on 10<sup>th</sup> December 2021 will be allocated corresponding UBAM - POSITIVE IMPACT EMERGING EQUITY shares according to the above table.

The calculation of the exchange ratio will be made on 14th December 2021 by dividing the net asset value (NAV) per share of the Absorbed Sub-fund dated 13th December 2021 by the NAV of the corresponding

share class of the Absorbing Sub-fund dated 13th December 2021. The calculation of the exchange ratio will be checked by Deloitte Audit Sàrl, the auditors of UBAM.

The prospectus, the Key Investor Information Documents (KIIDs) as well as the last periodic reports of UBAM will be available free of charge for all investors at the registered office of UBAM, 287-289, route d'Arlon, L-1150 Luxembourg, Grand-Duchy of Luxembourg as well as on the website of UBP ([www.ubp.com](http://www.ubp.com)). A copy of the auditor's report on the merger as well as all additional information will be available at the registered office of UBAM. The Key Investor Information Documents (KIIDs) of the Absorbing Sub-fund are also attached to the present notice.

The Board of Directors of UBAM

*Encl : Absorbing share classes KIID*