

DNCA Invest
Société d'Investissement à Capital Variable
60, avenue J.F. Kennedy,
L-1855 Luxembourg
Grand Duchy of Luxembourg
R.C.S. Luxembourg No B125.012
(the "**Company**")

10/08/2026

NOTICE TO THE SHAREHOLDERS OF "DNCA INVEST – ALPHA BONDS"

Re: Merger of "NAGELMACKERS INSTITUTIONAL VARIABLE TERM" into "DNCA INVEST – ALPHA BONDS"

Dear Shareholder,

We are writing you as a shareholder of "DNCA INVEST – ALPHA BONDS" (the "**Receiving Fund**") to advise you that on 18/09/2026 (the "**Effective Date**"), "NAGELMACKERS INSTITUTIONAL VARIABLE TERM" a sub-fund of the Belgian SICAV "NAGELMACKERS INSTITUTIONAL", (the "**Merging Fund**" together with the Receiving Fund the "**Funds**") will be merged into the Receiving Fund (the "**Merger**"), subject to the approval of the shareholders of the Merging Fund by way of a extraordinary shareholders meeting to be held on 16/09/2026. Dealing in the Receiving Fund will not be interrupted by the Merger.

The decision to merge the Funds was taken by the board of directors of the Company (the "**Board**").

Background and rationale of the Merger

The Merger is motivated by the reorganization of the range of UCITS distributed by Bank Nagelmackers, as promoter of the Merging Fund, and DNCA Finance, management company of the Receiving Fund (the "**Management Company**"). Its purpose is to streamline the range of funds offered by consolidating comparable investment strategies within a single structure, thereby enhancing the clarity, efficiency, and overall consistency of the offering available to investors.

The Merger will increase the assets under management of the Receiving Fund and offer investors of the Merging Fund exposure to a larger sub-fund implementing an absolute return bond management approach, based on diversified strategies.

Therefore, the Board believes that shareholders of the Funds will benefit from the Merger.

The Board has therefore decided, in accordance with Articles 5 and 27 of the articles of incorporation of the Company (the "**Articles**") and the provisions of the Company's prospectus (the "**Prospectus**") and in the interest of the Funds' shareholders, to merge the Merging Fund into the Receiving Fund.

Investment objectives and policies

The investment objective of the Merging Fund is to provide investors with exposure to the bond market by investing in debt securities issued by governments, government-backed agencies, international or supranational organizations, or companies in which a government is (at least partially) a shareholder.

The investment objective of the Receiving Fund is to seek to provide, throughout the recommended investment period of more than three years, a higher performance, net of any fees, than the Index¹. This performance objective is sought by associating it to a lower annual volatility than 5% in normal market conditions. Investors' attention is drawn to the fact that the management style is discretionary and integrates environmental, social / societal and governance (ESG) criteria.

Investment Focus and Geographical Exposure :

The Merging Fund is a bond fund primarily invested in debt securities issued by governments, supranational organizations, or similar entities with an *Investment Grade* credit rating. It is actively managed with reference to a eurozone sovereign bond index and is intended for investors with a defensive profile. Its strategy incorporates environmental, social, and governance (ESG) criteria and promotes environmental and social characteristics within the meaning of Article 8 of the SFDR.

The Receiving Fund implements an *absolute return* bond strategy², based on directional, arbitrage, relative value, and credit strategies, implemented primarily through derivatives. This strategy aims to generate positive returns over the long term, with a focus on controlled volatility, while also incorporating ESG criteria and promoting environmental and social characteristics within the meaning of Article 8 of the SFDR.

By transitioning to the Receiving Fund through the Merger, the Merging's Fund shareholders will benefit from a broader and more flexible fixed-income investment approach while maintaining a strong commitment to ESG principles. While the Merging Fund focuses primarily on euro-denominated investment-grade sovereign and public-sector bonds, the Receiving Fund combines interest rate, inflation, relative value and credit strategies to seek attractive long-term risk-adjusted returns with controlled volatility. This diversified approach positions the Receiving Fund as a resilient and forward-looking investment solution.

Impact on the Receiving Fund's investment portfolio and performance

The Receiving Fund will continue to be managed in line with its investment objective and strategy following the Merger. As the assets of the Merging Fund represent less than 1% of the total assets of the Receiving Fund and are eligible and consistent with its investment strategy, no disposal of assets of the Merging Fund is expected to be required prior to the Merger. A portfolio rebalancing may, however, be undertaken following the Merger to ensure continued alignment with the Receiving Fund's investment strategy, although any resulting impact is expected to be limited given the size of the assets transferred.

In addition, in order to ensure a fair treatment of shareholders of both Funds in accordance with Article 4 of the Regulation of the *Commission de Surveillance du Secteur Financier* n°10-05 transposing Commission Directive 2010/44/EU of 1 July 2010 implementing Directive 2009/65/EC of the European Parliament and of the Council as regards to certain provisions concerning fund mergers, master-feeder structures and notification procedure, the performance-related fee effect for the shareholders of the Receiving Fund from the Merger is unchanged at the Effective Date and no different than if the Receiving Fund had received external investor subscriptions.

Consequently the Board does not foresee any material impact on the Receiving Fund's investment portfolio or performance as a result of the Merger.

¹ Investors should note that each share class of the Receiving Fund has its own benchmark index. Please refer to the Receiving Fund's prospectus for additional details.

² An "absolute return" strategy aims to seek positive performance over the long term, regardless of general market trends, through active management that may combine various investment strategies and financial instruments, in accordance with the fund's risk profile.

Costs and expenses of the Merger

The Merging Fund has no outstanding set-up costs. The expenses incurred in the Merger, including the legal, advisory and administrative costs, will be borne by the Management Company.

Exchange ratio, treatment of accrued income and consequences of the Merger

On the Merger's Effective Date, all the assets and liabilities of the Merging Fund, including any accrued income, will be calculated in its final net asset value per share for each share class and shareholders in the Merging Fund will be issued shares of an equal amount by value of shares in the Receiving Fund at the net asset value per share calculated on that day for the corresponding share class. Thereafter accrued income will be accounted for on an on-going basis in the net asset value per share for each share class in the Receiving Fund.

Any accrued income in the Receiving Fund prior to the Merger will not be affected.

Rights of shareholders to redeem/switch

As a shareholder in the Receiving Fund, if you do not agree with the Merger, you have the right to redeem your holding in the Receiving Fund or to switch into another sub-fund of the Company, at any time up to and including the dealing day on 18/09/2026. BNP Paribas, Luxembourg branch will carry out your redemption free of charge or switch instructions in accordance with the provisions of the Receiving Fund's prospectus. There will be no suspension of dealings in shares of the Receiving Fund in the context of the Merger.

Tax status

The conversion of shares at the time of the Merger and/or your redemption or switch of shares prior to the Merger might affect the tax status of your investment. We therefore recommend that you seek independent professional advice in these matters.

Further information

The key information documents of all available share classes and the Prospectus are available at www.dnca-investments.com.

An audit report will be prepared by the approved statutory auditor of the Company in relation to the Merger and will be available free of charge upon request from the Management Company.

If you would like more information, please contact your usual professional adviser or the Management Company on (+33 (0)1 58 62 55 00).

Yours faithfully,

The Board
DNCA INVEST