

EAST CAPITAL

Société d'investissement à capital variable

Registered office: 11, rue Sainte-Zithe, L-2763 Luxembourg,
Grand Duchy of Luxembourg
R.C.S. Luxembourg: B 121.268
(the "**Company**")

Notice to shareholders of East Capital Eastern Europe

Luxembourg, 19 February 2025

Dear Shareholder,

Notice is hereby given to you as a Shareholder of East Capital Eastern Europe, of the decision of the board of directors of the Company (the "**Board of Directors**") to merge the share classes of the liquid part of East Capital Eastern Europe (i.e. excluding Q share classes created as a result of the accounting segregation in East Capital Eastern Europe) (the "**Merging Classes**"), into East Capital New Europe, another sub-fund of the Company (the "**Receiving Sub-Fund**"), in accordance with the provisions of article 1 (20) a) and with Chapter 8 of the 2010 Law (the "**Merger**").

This letter provides you with the details of the proposed Merger transaction and the implications for you as Shareholder of the Merging Classes. In this document, unless the context requires otherwise, the terms shall have the meaning set out in the Glossary in **Appendix 1**. The timetable of key dates in the process to implement the Merger is set out in **Appendix 3**.

1. Rationale for the Merger

The decision to effect the Merger has been taken as a matter of economic rationalization and is expected to consequently create better conditions in terms of efficiencies and lower overall costs.

The Board is of the opinion that the decision to undertake the Merger is in the best interests of the Shareholders of the Sub-Funds.

2. Comparison of the Sub-Funds

The Receiving Sub-Fund has similar characteristics as East Capital Eastern Europe, except as otherwise provided hereunder.

East Capital Eastern Europe mainly aims to provide long-term capital growth through exposure to companies in Eastern Europe whereas the Receiving Sub-Fund mainly aims to provide long-term capital growth through exposure to companies in the Central & Eastern European region excluding Russia.

The reference currency of both East Capital Eastern Europe and the Receiving Sub-Fund is the EUR.

The investor profile, share classes and types of shares, dealing days, and the principles relating to subscriptions, redemptions and conversions of Shares of East Capital Eastern Europe and the Receiving Sub-Fund are similar. The Receiving Sub-Fund and East Capital Eastern Europe are managed by the same management team within the Investment Management Company.

Summary Risk Indicator (SRI) is however different, class 6 for the East Capital Eastern Europe and class 4 for the Receiving Sub-Fund (as explained further).

Shareholders of the Merging Classes have the right to obtain additional information and copies of documents relating to the Receiving Sub-Fund and the Merger as described under "**Additional information**" below.

A comparison of the principal features of East Capital Eastern Europe and the Receiving Sub-Fund is set out in **Appendix 2**.

Risk Profiles

Summary Risk Indicator (**SRI**) demonstrates where an investment fund ranks in terms of its potential risk and reward. The higher the figure, the greater the potential reward, but also the greater the risk of losing money. The SRIs of the share classes of East Capital Eastern Europe and the Receiving Sub-Fund are disclosed in Appendix 2. The SRIs may change over time and they may not be a reliable indication of the future risk profile of an investment fund.

3. Merger procedure

Shareholders who have not redeemed their Shares in the Merging Classes (see *What to do next* below) will become Shareholders of the Receiving Sub-Fund on the Effective Date, and will receive corresponding New Shares in the Receiving Sub-Fund (as set out below) in exchange for the transfer of the transferred assets and liabilities of the Merging Classes to the Receiving Sub-Fund. Shares in the Merging Classes (save for the avoidance of doubt Q share classes that will remain to exist in East Capital Eastern Europe after the Merger) will be deemed to have been cancelled and will cease to be of any value.

The transferred investment portfolio of the Merging Classes will be rebalanced before the Merger to align the investment portfolio with the existing investment portfolio of the Receiving Sub-Fund. As part of the Merger, a portion of this investment portfolio will be liquidated and held in cash that will then be transferred to the Receiving Sub-Fund on the Effective Date. The Receiving Sub-Fund will allocate such cash according to its investment policy and asset allocation as of the Effective Date. East Capital believes that the Mergers should not entail a dilution in performance of the Receiving Sub-Fund.

The New Shares to be issued to Shareholders pursuant to the Merger are as follows:

Merging Classes			Receiving Sub-Fund		
Name	Share Class	ISIN code	Name	Share Class	ISIN code
East Capital Eastern Europe	Class A1 Shares SEK Cap	LU243745306 6	East Capital New Europe	Class A1 Shares SEK Cap	LU2437452928
	Class A Shares EUR Cap	LU033231563 8		Class A Shares EUR Cap	LU0332315042
	Class A Shares SEK Cap	LU094473772 4		Class A Shares SEK Cap	LU0944739340
	Class C Shares EUR Cap	LU033231539 8		Class C Shares EUR Cap	LU0332314748
	Class R Shares EUR Cap	LU086199700 4		Class R Shares EUR Cap	LU0972918618
	Class A Shares USD Cap	LU033231547 1		Class A Shares USD Cap	LU2903459100
	Class P Shares EUR Cap	LU175860029 7		Class P Shares EUR Cap	LU2903459282

New Shares will be issued to each Shareholder invested in the Merging Classes according to the following formula: $N = (S \times P) / R$

Where:

N = Number of New Shares to be issued to such Shareholder

S = Number of Shares of the corresponding Merging Share Class owned by such Shareholder immediately prior to the Effective Date

P = Price per Share of the corresponding Merging Share Class owned by such Shareholder for purposes of the Merger

R = Price per New Share of the relevant Receiving Share Class

The price of each New Share (R) to be issued in respect of the existing Receiving Share Classes shall be the price based on the net asset value of the Receiving Share Class calculated in accordance with the articles of incorporation and the prospectus of the Company immediately prior to the Effective Date.

The price of each New Share (R) to be issued in respect of new Receiving Share Classes to be launched on the Effective Date shall be 100 in the reference currency of the relevant new Receiving Share Class.

The number of New Shares to be issued to each Shareholder will (if necessary) be rounded up to the nearest fraction (three decimal places).

The total value of New Shares issued will correspond to the total value of the Shares held in the Merging Classes. While the overall value of the Shareholders' holding will remain the same, they may receive a different number of Shares in the Receiving Sub-Fund than they had previously held Shares in the Merging Classes.

New Shares in the Receiving Sub-Fund to be allocated to Shareholders of the Merging Classes in exchange for their Shares in the Merging Classes as part of the Merger will be free of any initial sales charge, redemption fee or switching commission.

The Merging Classes will cease to exist following the Merger according to the 2010 Law. East Capital Eastern Europe will not cease to exist following the Merger as this Merger will not

affect the accounting segregation and the Q share classes effective as of 27 September 2023, that will remain to exist after the Merger.

East Capital Eastern Europe will have sufficient provisions to cover known liabilities. Any proceeds receivable in respect of the shares of the Merging Classes at the time of the Merger will be included in the calculation of the final net asset value per share of the Merging Classes and will be accounted for after the Merger in the net asset value per share of the Receiving Sub-fund.

4. Costs

All costs of the Merger will be borne by the Management Company including legal, accounting, custody and other administrative expenses.

5. Tax implications

Please be aware that the Merger may create a chargeable tax event in your country of tax residence. Your tax position may change as a result of the Merger under the tax laws in the country of your nationality, residence, domicile or incorporation and we strongly suggest seeking advice from your financial advisor to ensure that the Receiving Sub-Fund, in which you will become a Shareholder, is in line with your requirements and situation.

6. What to do next

If you do not redeem or convert your Shares in the Merging Classes as described below, you will automatically become a Shareholder of the Receiving Sub-Fund on the Effective Date and will be sent a confirmation shortly afterwards detailing your holding of New Shares. Dealing in New Shares will begin on 1 April 2025, being the first business day following the Effective Date.

You have the right to redeem your Shares in the Merging Classes free of charge or to convert your Shares into shares of another sub-fund of the Company in accordance with the provisions of the prospectus until 15.00 (CET) on 21 March 2025 (save for the avoidance of doubt Q share classes of East Capita Eastern Europe that cannot be redeemed and are not a part of the Merger). Thereafter, subscriptions, redemptions and conversions in respect of the Merging Classes will be suspended.

7. Additional Information

A copy of the KIDs of the Receiving Sub-Fund which should be carefully read is enclosed hereto. You may also obtain copies of the prospectus and the instrument of incorporation of the Company, a copy of the relevant KIDs of the Receiving Sub-Fund, a copy of the auditor's report, a copy of the common terms of merger, and a copy of the respective confirmation statements made by the depositary in respect of the Merger, in each case free of charge, upon written request to the Management Company.

If you have any questions or would like any further information, please contact us at our registered office.

Yours faithfully,

For and on behalf of the board of directors of East Capital

Appendix 1

Glossary

2010 Law	the Luxembourg law of 17 December 2010 regarding undertakings for collective investment, as amended;
CET	Central European Time;
Effective Date	The effective date of such Merger (expected to be 31 March 2025 at 23:59 (Luxembourg time));
KID	a short document containing key information for investors, as defined according to the Commission Regulation (EU) No 1286/2014 of 26 November 2014 on key information documents for packaged retail and insurance-based investment products;
Management Company	East Capital Asset Management S.A., the appointed management company of East Capital;
Merger	the merger of the share classes of liquid part of East Capital Eastern Europe (i.e. excluding Q share classes created as a result of the accounting segregation in East Capital Eastern Europe) into the Receiving Sub-Fund;
Merging Classes	the classes of Shares within East Capital Eastern Europe (excluding Q share classes pertaining to the accounting segregation);
New Shares	Shares of the appropriate Class in the Receiving Sub-Fund to be issued pursuant to the Merger;
Receiving Share Classes	the classes of Shares within the Receiving Sub-Fund;
Shares	any shares of any class of a Merging Class (excluding for avoidance of any doubt Q share classes pertaining to the accounting segregation in East Capital Eastern Europe) or Receiving Sub-Fund;
Shareholders	in respect of the Merging Classes and the Receiving Sub-Fund, each person entered as a shareholder;

Appendix 2

Merger of Merging Classes of East Capital Eastern Europe with East Capital New Europe Comparison of the Principal Features

Feature	The sub-fund with Merging Classes	Receiving Sub-Fund
Company	East Capital	East Capital
Sub-Fund	East Capital Eastern Europe	East Capital New Europe
Type of Fund	UCITS	UCITS
Management Company	East Capital Asset Management S.A.	East Capital Asset Management S.A.
Portfolio Management Company	East Capital Financial Services AB	East Capital Financial Services AB
Investment Adviser(s)	The Management Company may appoint one or more investment advisers to advise it on the management of the fund.	The Management Company may appoint one or more investment advisers to advise it on the management of the fund.
Depository	Skandinaviska Enskilda Banken AB (publ), Luxembourg Branch	Skandinaviska Enskilda Banken AB (publ), Luxembourg Branch
Dealing	Daily	Daily
Dealing Days	Any day that is a business day in Luxembourg and Sweden (except on 24 December) and which is also a day where stock exchanges and/or regulated markets in countries where the Sub-Fund is materially invested are open for normal trading.	Any day that is a business day in Luxembourg and Sweden (except on 24 December) and which is also a day where stock exchanges and/or regulated markets in countries where the Sub-Fund is materially invested are open for normal trading.
Deferred Redemption	If redemption requests for more than 10% of the net asset value of a Sub-Fund are received, then the Board of Directors shall have the right to limit redemptions so they do not exceed this threshold amount of 10%.	If redemption requests for more than 10% of the net asset value of a Sub-Fund are received, then the Board of Directors shall have the right to limit redemptions so they do not exceed this threshold amount of 10%.
Investment Objective and Policy	<p>The investment objective of the Eastern Europe Sub-Fund is to provide long-term capital growth through exposure to companies in Eastern Europe.</p> <p>The Sub-Fund applies ESG criteria as outlined in the sustainability related disclosure in the investment approach.</p> <p>The Sub-Fund will invest at least 50% of its assets in securities of issuers domiciled in Albania, Armenia, Austria, Azerbaijan, Belarus, Bosnia-Herzegovina, Bulgaria, Croatia, Cyprus, the Czech Republic, Estonia, Georgia, Greece, Hungary, Latvia, Lithuania, Kazakhstan, Kyrgyzstan, Macedonia, Moldova, Montenegro, Poland,</p>	<p>The investment objective of the New Europe Sub-Fund is to provide long-term capital growth through exposure to companies in the Central & Eastern European region excluding Russia. The Sub-Fund will mainly invest in companies located in countries that have joined the European Union since 2004 and that may join in the future, but also in companies of other emerging and frontier markets of Central & Eastern Europe.</p> <p>The Sub-Fund applies ESG criteria as outlined in the sustainability related disclosure in the investment approach. See Appendix IV for more details.</p>

	<p>Romania, Russia, Serbia, Slovakia, Slovenia, Tajikistan, Turkmenistan, Turkey, Ukraine and Uzbekistan.</p> <p>The Sub-Fund may also invest in securities of issuers not domiciled in the aforementioned countries but which exercise a significant part of their economic activity there.</p> <p>At least 75% of the Sub-Fund's assets will be invested in equity or equity-related securities (such as, but not limited to, ADRs and GDRs of the aforementioned issuers).</p> <p>Under normal market conditions, investment in debt instruments of any kind will not exceed 25% of the Sub-Fund's assets.</p> <p>The Sub-Fund is allowed to hold ancillary liquid assets as defined in the main part of this Prospectus and under the conditions described therein. The Sub-Fund is also allowed to invest in bank deposits and money-market instruments for treasury purposes.</p>	<p>The Sub-Fund will invest at least 50% of its net assets in securities of issuers domiciled in Albania, Armenia, Austria, Belarus, Bosnia-Herzegovina, Bulgaria, Croatia, Cyprus, the Czech Republic, Estonia, Georgia, Greece, Hungary, Kazakhstan, Latvia, Lithuania, Macedonia, Moldova, Montenegro, Poland, Romania, Serbia, Slovakia, Slovenia, Turkey and Ukraine.</p> <p>The Sub-Fund may also invest in securities of issuers not domiciled in the aforementioned countries but which exercise a significant part of their economic activity there.</p> <p>At least 75% of the Sub-Fund's assets will be invested in equity or equity-related securities (such as, but not limited to, ADRs and GDRs of the aforementioned issuers).</p> <p>Under normal market conditions, investment in debt instruments of any kind will not exceed 25% of the Sub-Fund's net assets.</p> <p>The Sub-Fund is allowed to hold ancillary liquid assets as defined in the main part of this Prospectus and under the conditions described therein. The Sub-Fund is also allowed to invest in bank deposits and money-market instruments for treasury purposes.</p>
Base currency	EUR	EUR
Typical Investor Profile	<p>The Sub-Fund mainly invests in the emerging markets of Eastern Europe. Whilst the long-term growth potential of each one of these markets make this Sub-Fund attractive for investors looking for high investment returns, investors in the Sub-Fund need to be comfortable with the additional political and economic risks associated with emerging market investments. The Sub-Fund may, therefore, be suitable for investors who already have a globally diversified portfolio and now want to expand into riskier assets in order to potentially boost returns. Because these</p>	<p>The Sub-Fund mainly invests in the emerging markets of Central & Eastern Europe. Whilst the long-term growth potential of each one of these markets make this Sub-Fund attractive for investors looking for high investment returns, investors in the Sub-Fund need to be comfortable with the additional political and economic risks associated with emerging market investments. The Sub-Fund may, therefore, be suitable for investors who already have a globally diversified portfolio and now want to expand into riskier assets in order to potentially boost returns. Because these</p>

	stock markets can be very volatile, investors should also have an investment horizon of at least five years.	stock markets can be very volatile, investors should also have an investment horizon of at least five years.
Derivatives	The Sub-Fund may use financial derivative instruments and techniques and instruments relating to transferable securities and money market instruments for efficient portfolio management and hedging purposes.	The Sub-Fund may use financial derivative instruments and techniques and instruments relating to transferable securities and money market instruments for efficient portfolio management and hedging purposes.
Risk Management Approach	Commitment Approach	Commitment Approach
Summary Risk Indicator (SRI)	6 (All Share Classes)	4 (All Share Classes)
Management Fee (maximum)	Class A, B and G Shares: 1.75% pa Class C and D Shares: 1.25% pa Class P Shares: 1.10% pa Class R Shares: 1.25% pa Class S Shares: 1.00% pa Class X Shares: 0% pa Excluding Q share classes pertaining to the accounting segregation	Class A, B and G Shares: 1.75% pa Class C and D Shares: 1.25% pa Class P Shares: 1.10% pa Class R Shares: 1.25% pa Class S Shares: 1.00% pa Class X Shares: 0% pa
Performance Fee in respect to Class P Shares	No Performance Fee is charged.	Performance Fee Rate: Class P Shares 20%. The "Performance Fee Benchmark" is the MSCI EFM EUROPE + CIS (E+C) ex RU (Total Net Return) Index (Total Return Net).
Operating, Administrative and Servicing Expenses	On all Share Classes: 0.35% pa Excluding Q share classes pertaining to the accounting segregation	On all Share Classes: 0.35% pa
Subscription Fee	A subscription fee of up to 5% of the net assets value of the Class A Shares (except for Class A SEK) and B Shares being subscribed may be charged for the benefit of distributors and other financial intermediaries. No subscription fee will be charged to the other Share Classes and Class A SEK Shares unless otherwise specified for a relevant Share Class.	A subscription fee of up to 5% of the net assets value of the Class A Shares (except for Class A SEK) and B Shares being subscribed may be charged for the benefit of distributors and other financial intermediaries. No subscription fee will be charged to the other Share Classes and Class A SEK Shares unless otherwise specified for a relevant Share Class.
Redemption Fee	No redemption charge will be charged.	No redemption charge will be charged.
Conversion Fee	East Capital may charge redemption and subscription fees (if any)	East Capital may charge redemption and subscription fees (if any)
Initial Investment Minima in EUR or its equivalent in	Class A, B and G Shares: N/A Class C and D Shares: 500,000 Class P Shares: 500,000 Class R Shares: N/A Class S Shares: 20,000,000	Class A, B and G Shares: N/A Class C and D Shares: 500,000 Class P Shares: 500,000 Class R Shares: N/A Class S Shares: 20,000,000 Class X Shares: 2,000,000

the reference currency of the relevant Share Class	Class X Shares: 2,000,000	
Accounting year dates	1 January until 31 December each year	1 January until 31 December each year

Appendix 3

Timetable of the Merger

ACTION	DATE
Cut-off for receipt of deals in Merging Classes	21 March 2025
Suspension of dealing in Merging Classes	24 March 2025
Effective Date of the Merger	31 March 2025 at 23:59 CET
Open for dealing in New Shares	1 April 2025