

**SIDERA FUNDS SICAV**  
**Société d'investissement à capital variable**  
Registered office: 2-4 rue Eugène Ruppert, L-2453, Luxembourg  
RCS Luxembourg B 201846

(the "Fund")

---

**Notice to the shareholders of the Fund**

---

**THIS LETTER REQUIRES YOUR IMMEDIATE ATTENTION.**

**IF YOU HAVE ANY QUESTIONS ABOUT THE CONTENT OF THIS LETTER, YOU SHOULD SEEK  
INDEPENDENT PROFESSIONAL ADVICE.**

Luxembourg, 8th November 2024

Dear Shareholders,

The board of directors of the Fund (the "**Board**") hereby informs you of the changes to providers of various services to the Fund (the "**Change**") and of the consequences arising therefrom for investment in one or the other sub-funds of the Fund (each of them, the "**Sub-Fund**" and collectively the "**Sub-Funds**").

The Change shall be effective as of 29 November 2024 (the "**Effective Date**").

No change is being made to the investment objective and policies of each Sub-Fund.

**1. RATIONALE OF THE CHANGE**

After five (5) years since the appointment of the current service providers of the Fund, the Board decided, as a business practice, to assess and evaluate possible enhancements to the organizational model and decided to appoint BNP (as defined hereinafter) as new depositary, new administration, registrar and transfer agent and BNP France (as defined hereinafter) as new securities lending agent, in order to continuously improve the services rendered to the Fund and in the best interest of the Shareholders.

Considering the management company and ancillary services already provided to the Fund by Carne Global Fund Managers (Luxembourg) S.A., the management company of the Fund ("**Carne**"), the Board has also decided to appoint Carne, as the new domiciliary agent of the Fund.

**2. CHANGE OF THE DEPOSITARY OF THE FUND**

The current depositary of the Fund, being **BNY**, having its registered office at 2-4 Rue Eugène Ruppert, L-2453 Luxembourg, Grand Duchy of Luxembourg, will be replaced by **BNP Paribas**, a licensed bank incorporated in France as a *société anonyme* (public limited company), having its registered office at 16, Boulevard des Italiens, 75009 Paris, France ("**BNP France**"), acting through its **Luxembourg Branch**, having its registered office at 60, Avenue J.F. Kennedy, L-1855 Luxembourg, Grand Duchy Luxembourg, as depositary (the "**New Depositary**" or, as defined above, "**BNP**").

The New Depositary is authorised by the *Autorité de Contrôle Prudentiel et de Résolution* and supervised by the *Autorité des Marchés Financiers* and its Luxembourg Branch is authorised and supervised by the *Commission de Surveillance du Secteur Financier*.

**3. CHANGE OF THE ADMINISTRATIVE, REGISTRAR AND TRANSFER AGENT OF THE FUND**

The current administrative, registrar and transfer agent of the Fund, being **BNY** (the "**Fund Administration Agent**"), will be replaced by **BNP**, as administrative, registrar and transfer agent (the "**New Fund Administrator**").

#### 4. CHANGE OF THE SECURITIES LENDING AGENT OF THE FUND

The current securities lending agent of the Fund, being **BNY Mellon SA/NV** ("**BNY Mellon**"), having its registered office at Boulevard Anspachlaan 1, B-1000 Brussels, Belgium, will be replaced by **BNP France** as securities lending agent (the "**New Securities Lending Agent**").

#### 5. CHANGE OF THE DOMICILIARY AGENT OF THE FUND

The current domiciliary agent of the Fund, being **BNY**, will be replaced by **Carne** as domiciliary agent (the "**New Domiciliary Agent**").

The appointment of the New Domiciliary Agent triggers the change of the Fund's registered office, as reflected under section 6. b) below, and in accordance with article 4.2 of the articles of association of the Fund, the registered office of the Fund may be transferred by means of a decision of the Board within the same municipality.

#### 6. CONSEQUENCES OF THE CHANGE

##### a) Dealing in Shares of the Sub-Funds

After the Effective Date, requests for subscription, redemption, or conversion of shares of the Sub-Funds shall be addressed to the New Fund Administrator.

In order to facilitate the transition of activities, requests for subscription, redemption, or conversion received from 26 November 2024 after cut-off 13.00 CET until 29 November 2024 will be processed on 2 December 2024. The Fund Administrator and the New Fund Administrator will coordinate their activities so that the requests are properly addressed.

##### b) New registered office and telephone numbers

As of the Effective Date and as a consequence of the appointment of the New Domiciliary Agent, the registered office and telephone contact numbers of the Fund will be as follows:

3, rue Jean Piret,  
L-2350 Luxembourg,  
Grand Duchy of Luxembourg.  
Tel: +352 28 32 81 81  
[rm@carnegroup.com](mailto:rm@carnegroup.com)

##### c) Other consequences of the Change

##### (i) Costs and expenses

Further to the Change, the fees payable by the Fund to BNP in consideration of the services it will provide to the Fund will be lower than the effective fees currently paid by the Fund to BNY and BNY Mellon for similar services.

The appointments of the New Domiciliary Agent and of the New Securities Lending Agent as well as the corresponding change of the registered office of the Fund do not have any impact on the fees borne by the Fund. Finally, the costs and expenses incurred in connection with the Change will have no impact on the Shareholders and on the Fund as they will not be borne by the Fund.

##### (ii) Data protection

The data you have provided in your subscription form or otherwise provided to or obtained by the Fund, on application or at any other time, including your name, address, other contact details including contact details of your authorised signatories, bank account details, transactions and the amount of your investment (the "**Data**") will be processed and transferred from the current relevant service providers to BNP in accordance with the laws of Luxembourg applicable to the Fund and BNP. In addition, as reflected in the Prospectus, Data transferred to BNP are in principle processed in the European Economic Area (EEA). However, some of your information may be processed by us or the third parties we work with outside of the EEA, including countries such as the United States and India. Where your information is being processed outside of the EEA, we take additional steps to

ensure that your information is protected to at least an equivalent level as would be applied by EEA data privacy laws.

If you are a corporate shareholder, the Fund will consider that, by continuing to remain invested in the Fund, you have informed the signatories of your subscription form, as well as any other individual within your organisation with respect to whom the Fund has been provided or has obtained Data, of the processing undertaken by the Fund and of the sharing of the Data with the above-mentioned entities. The Fund will also consider that you have informed such individuals of their right of access and of rectification of the Data when such Data is inaccurate and/or incomplete.

The Fund will not transfer shareholder's Data to any third parties other than those mentioned above, except if required by law or with prior consent of the affected shareholder. Wherever Data is processed, it will be kept confidential and secure.

For more details on data protection, please refer to the Prospectus.

## **5. UPDATED DOCUMENTS**

The relevant sections of the Prospectus and, where relevant, of the Key Information Documents ("KIDs") of the Fund, referring to the New Depositary, the New Fund Administration, the New Securities Lending Agent and the New Domiciliary Agent and reflecting the Change, as well as material contracts, will be updated accordingly.

## **6. MISCELLANEOUS**

The handover of the depositary and administrative, registral and transfer agency, securities lending and domiciliary agency duties between the above-mentioned service providers will not cause any disruption to either the functions of the service providers or the operations of the Fund as the Change is expected to be done in such a way as to ensure continuity in the management and administration of the Fund.

\*\*\*

Capitalised terms used in this notice shall have the meaning ascribed to them in the current Prospectus, unless the context otherwise requires.

**The Change will be reflected in an update version of the Prospectus dated December 2024.**

A copy of the updated Prospectus and the relevant KIDs will be available free of charge and upon request at the registered office of the Fund, at the offices of foreign representatives or on the Fund's website (<https://www.siderafunds.com/>).

Should you have any questions or concerns about the foregoing, please contact the Fund at its registered office in Luxembourg or the representative of the Fund in your jurisdiction.

The Board of Directors