

# RULES FOR FONDITA EUROPEAN SMALL CAP INVESTMENT FUND

## 1§ NAME OF THE FUND

The name of the fund is Fondita European Small Cap Investment Fund (hereinafter referred to as the Fund), in Finnish Fondita European Small Cap Sijoitusrahasto and in Swedish Fondita European Small Cap Placeringsfond.

## 2§ FUND COMPANY

Investment activities and administration of the fund are managed by Fondita Fund Management Ltd (hereinafter referred to as the Fund Company). The Fund Company shall represent the Fund, shall act on its behalf in relevant matters and shall exercise the rights accorded to the assets in the Fund.

## 3§ THE USE OF REPRESENTATIVES

The Fund Company may delegate its activities to representatives. The fund prospectus will notify as to which parts the Fund Company will engage representatives.

## 4§ CUSTODIAN

The custodian of the Fund is Skandinaviska Enskilda Banken AB (publ), Helsinki branch. (hereinafter referred to as the Custodian).

## 5§ OBJECTIVE OF THE FUND'S INVESTMENT ACTIVITIES

The objective of the Fund's investment activities is to attain the most favourable increase in value possible in the long run through diversifying of the assets in compliance with the law concerning investment funds and with the rules of the Fund. The means of the Fund are invested, taking into account the limitations present in the law concerning investment funds, and thereby resulting in the spreading of investment activity risks. The means of the Fund are primarily invested in stocks of small and medium -sized European companies. The company size is measured according to the company's trading value. The board of the Fund Company will establish the upper limit for the trading value of small and medium -sized companies. The Fund invests its assets in companies that operate responsibly.

The Fund promotes sustainability factors in accordance with Article 8 of the Sustainable Finance Disclosure Regulation (SFDR).

When making investment decisions, the Fund considers sustainability factors as part of its analysis of investment objectives and risk management.

The fund's investment decisions take the environmental and social impacts of companies, as well as governance into account.

In decision-making we use both exclusionary and favourable methods. Details of the Fund's investment activities are available in the fund prospectus that is in force at that particular point of time.

## 6§ INVESTMENT OF THE ASSETS OF THE FUND

The assets of the Fund shall be invested in the following:

1) stocks and other share-related securities which are publicly traded on security exchanges or traded on other regulated, regularly operating, certified markets in EU countries, Switzerland, Norway and Great Britain open to the public. The investments are mostly made outside the Nordic countries.

2) stocks and in other stock-related securities where a commitment is made in the issue terms to have the securities listed for trading in the above-mentioned subparagraph 1) trading systems within one year of their being issued.

3) a maximum of one tenth of the assets of the Fund in securities other than those mentioned in subparagraphs 1 and 2 above.

The Fund Company may invest assets of the Fund in the same incorporated company up to a maximum of one tenth of the issued share capital and one tenth of the total share votes.

The Fund may invest assets of the Fund in the same issuer's securities up to a combined maximum value of 10% of the fund's assets. Of the Fund's assets only a maximum of 20% may be invested in the same issuer's securities and deposits received by the association in question. The risk opponent thus amounts to a maximum of 20% of the Fund's assets. Such investments in the same issuer's securities which exceed 5% of the assets of the Fund may amount to no more than 40% of the fund's total assets.

The Fund must have the liquid assets required for operation.

## 7§ FUND UNITS AND REGISTER

The Fund Company shall maintain a register of all fund units and shall register transfers of ownership.

A fund unit-holder may request the Fund Company to send an investment certificate to a designated person. The investment certificate may cover several fund units or fractions thereof. The Fund Company may charge a separate service tariff for the safekeeping and delivery of a written investment certificate. The service tariff is given in the fund prospectus that is in force at that particular point of time. If no request is made for an investment certificate, the unit-holder's holdings shall be based on the register of fund units maintained by the Fund Company. The numbers of fund units are calculated at least to the nearest four (4) decimals.

The board of the Fund Company may decide that the Fund is made up of both return units and growth units. The board of the Fund Company may decide that there are fund unit classes that differ in terms of management fee or denomination currency. The board of the Fund Company decides on the

minimum subscription amount or other prerequisites such as client classification required for of subscription in each unit class and these are stated in the relevant fund prospectus and KIIDs. The Board of Directors of the Management Company may provide more detailed instructions on how fund units are subscribed from outside of Finland, or by using a currency other than that used in Finland at any given time.

## 8§ SUBSCRIPTION AND REDEMPTION OF FUND UNITS

Fund units may be subscribed to (bought) and redeemed (sold) at the Fund Company on the Funds opening days as stated in the §10 of the Fund rules (hereinafter "Valuation Day"). Information regarding subscription and redemption prices are available to the public from the Fund Company on every banking day. The subscription date is the Valuation Day on which the subscription sum is cleared into the appropriate Fund Company bank account by 2.30 p.m. (Finnish time). The Fund Company can make an exception to the 2.30 p.m. (Finnish time) rule only if the Fund Company can assure that the subscription amount will be received within the time limit that is considered as market practice (T+2). This exception can only be made with substantial reasons and it requires a separate approval given by the management of the Fund Company. The subscription price (fund unit value) is the value calculated for the Valuation Day. The fund unit value is published on the banking day following the Valuation Day.

Subscription sums cleared to the Fund Company after 2.30 p.m. (Finnish time) shall be subscribed on the next Valuation Day.

The Fund Company reserves the right to approve or reject subscriptions, redemptions and other Fund orders if sufficient information for the order has not been obtained.

The number of subscribed fund units is calculated at the Fund Company at least to the fourth decimal point by dividing the subscription payment (from which any subscription fees have been deducted) by the unit value.

In order to redeem fund units, any investment certificate must duly be submitted to the headquarters of the Fund Company.

Redemption orders shall be executed in the order received. The redemption price (fund unit value) is the fund value calculated for the fund unit for the Valuation Day, given that the redemption orders have been received by 2.30 p.m. (Finnish time). Redemption orders received after 2.30 p.m. (Finnish time) shall be executed at the value of the next Valuation Day. The funds provided by the redemption minus any redemption fees is credited to the client normally on the banking day following the Valuation Day, if the Fund Company does not have to sell securities in order to be able to carry out the redemption order.

If the resources required for redemption must be procured by selling securities, the Fund Company shall execute the sale of securities without

undue delay, however at the latest within two (2) weeks of the request for redemption. In such a case, redemption is executed at the rate on the Valuation Day on which the redemption order was received by 2.30 p.m. (Finnish time) by the Fund Company. The redemption price shall be paid at the latest on the banking day following the day on which the funds from the sale of securities have been received. The Finnish Financial Supervision authority may, for special reasons, grant the right to transcend the abovementioned period.

The Fund Company may decide to limit redemptions if the total of all received redemption assignments exceed 10% of the Fund's assets. The Fund Company may move the exceeding portion of the redemptions to the following redemption date or, if necessary, to several subsequent redemption dates if the total of all received redemption assignments exceed 10% of the Fund's assets. The Fund Company may decide on restrictions even after the redemption assignments have been submitted to the Fund Company.

Under exceptional circumstances, if a fund unit-holder's interest so requires, the Fund Company may interrupt the execution of fund unit orders (for example, when reliable market information is not obtainable from the Fund's primary market or its integral parts).

The board of the Fund Company may decide how many units or for what sum units may be bought or sold at one time.

Fund unit-holders have the right to swap all or part of their fund units to the other investment funds managed by the Fund Company. Fund unit-holders may also swap between unit classes within the Fund. Fund units may be transferred. The ownership is registered in the fund unit-holder register after reliable documentation of the transfer has been provided.

When a fund unit-holder swaps fund units in other funds managed by the Fund Company and that at the same time are offered for subscription, the Valuation Day that the order of the fund swapping was received and approved at the latest at 2.30 p.m. (Finnish time) by the Fund Company will be regarded as the redemption and subscription day, providing the Fund has the cash means needed for the fund exchange.

## 9§ SUBSCRIPTION AND REDEMPTION PRICE OF FUND UNITS

The Fund Company may charge a maximum 1% fee for redemption of fund units.

If an external distributor is responsible for the distribution of fund units, a commission may be charged on subscription. The maximum commission is five (5) per cent of the subscription amount.

The above commissions are maximum commissions. More detailed information about the fees for the different fund unit classes is found in the fund prospectus in force at that particular time.

The board of the Fund Company may decide to charge unit-holders a fee for the printing and delivery of paper investment certificates as well as for their safekeeping at the Fund Company.

## 10§ CALCULATION OF THE FUND UNIT VALUE

It is possible not to calculate the NAV on Business Days when the value of the Fund or its investment vehicles cannot be determined precisely due to bank holidays or other public holidays abroad. Such public holidays may include religious holidays, National Days or other national holidays. The above may be the case at least when a minimum of half of the Fund's investment vehicles are not quoted or they cannot be, in the Fund Management Company's view, valued in an acceptable way in view of the equality of unitholders. Information on the days when the Fund's value is not calculated is available from the Fund Management Company.

Information about the fund unit value is also available from the Fund Company.

The value of the fund is calculated so that the liabilities of the Fund are deducted from its assets. The value of the Fund's securities shall be established on the basis of their market value, which is the official closing price at the closing of the market in a public price tracking system

If an above-mentioned price is not available for the Valuation Day, the value is determined in accordance with the objective principles of the Fund Company. The interest of the accounts receivable affects the value of the Fund and is considered in accordance with the bank statement. The value of holdings in the Fund in currency amount is converted into euros according to the exchange rate published by the European Central Bank on the Valuation Day. Units in the Fund may be issued in currencies other than euro. If units in the Fund have been issued in currencies other than euro, the net asset value of the fund units denominated in foreign currencies will be calculated at the same exchange rates as the Fund's net asset value.

The value of a fund unit is calculated by dividing the value of the Fund with the number of shares issued, noting however, that the value of the return units reflects yield paid to those units. The proportional values of the return and growth units are determined by the return allocated to the owners of return units. The allocation payment changes the accounting number between the return and growth units. This accounting number is used for the following decision in case there is a lack of allocation of return.

## 11§ ALLOCATION OF RETURN

The Ordinary General Meeting shall decide the return to be allocated and paid to holders of return units. The aim is to keep the return on a stable and predictable level. Return paid out to return unit-holders shall be deducted from the calculated fund capital for return unit-holders. Return is not paid out to

growth unit-holders, rather their share of the return is added to the value of the units and reinvested in accordance with the investment strategy of the Fund.

Return is paid out to holders of return units who are registered in the Fund Company's unit register on the date of the Ordinary General Meeting. The payment will take place at the latest one (1) month after the General Meeting. After notice of the meeting, the unit holders can obtain information about the date of the General Meeting from the Fund Company during its opening hours. The return is paid to the bank account designated by the unit-holder, unless otherwise decided.

## 12§ PAYMENT TO THE FUND COMPANY

In remuneration for its activities, the Fund Company will receive a management fee amounting to a maximum of two (2) percent per annum of the value of the fund. The sum of the fee shall be calculated daily (per annum percentage fee /365) on the fund value on the previous calculation date and shall be paid to the Fund Company monthly in arrears. The daily fund unit value reflects the deducted management fee. The board of the Fund Company shall confirm the exact management fee. Custodian fee is included in the management fee.

More detailed information about the fees for the different fund unit classes is found in the fund prospects in force at the respective point in time.

## 13§ ACCOUNTING PERIOD OF THE FUND COMPANY AND FUND

The accounting period of the Fund Company and the Fund shall be one calendar year.

## 14§ MEETING OF FUND UNIT-HOLDERS

The Fund Company does not convene for ordinary General Meetings of fund unit-holders. An Extraordinary meeting of the fund unit-holders shall be held when considered justified by the board of the Fund Company, or if the auditors or holders of fund units amounting to at least one twentieth of all the fund units issued request this in writing in order to deal with a specific matter.

The General Meeting shall be convened by the board of the Fund Company. Notice of the meeting must be conveyed to the fund unit-holders at the earliest four weeks prior and at the latest two weeks prior to the meeting. This shall be done by way of an announcement which shall be published in at least one national newspaper appearing in Finland. Other announcements to fund unit-holders shall be notified in verifiable form either in writing or as an announcement to be published in at least one national newspaper published in Finland.

In order to attend the Ordinary General Meeting, the fund unit-holder must sign up to do so with the Fund Company at the latest on the date specified on the notice. A fund unit-holder is not allowed to exercise the right which at the

meeting belongs to the unit holder before his fund units have been registered or he has given an account of his title to the Fund Company and presented a report thereof. The right to participate in the meeting of fund unit-holders and the number of votes at the meeting will be determined on the basis of the situation prevailing ten days prior to the meeting.

#### 15§ FUND PROSPECTUS

The fund prospectus of the Fund, the KIID, the interim report and the annual reports of the Fund Company will be published in compliance with the law concerning investment funds. The biannual interim report must be issued within two months of the end of the interim reporting period and the Fund's annual report within three months of the end of the accounting period. The above mentioned documents are available at the Fund Company during its opening hours.

#### 16§ AMENDING THE FUND'S BYLAWS

The board of the Fund Company shall decide on any amendment to the bylaws of the Fund. Amendments must be ratified by the Finnish Financial Supervision Authority.

Amendments to the bylaws shall come into effect one month after the Finnish Financial Supervision Authority has given its confirmation and the fund unit-holders have been informed of the amendment, unless otherwise instructed by the Finnish Financial Supervision Authority. A written notice sent by post shall be regarded as having come to the knowledge of the unit-holder on the fifth (5th) day after having been posted or on the day that the notice has been published in a national newspaper appearing in Finland. After coming into effect, amendments to the bylaws shall apply to all unit-holders.

#### 17§ SUPPLYING INFORMATION

The Fund Company has the right to supply information on the unit-holders in compliance with the legislation in force at the respective period of time.

#### 18§ REMUNERATION

Fund Company staff who fall under the scope of the remuneration policy of the Fund Company according to the Finnish Act on Common Funds, shall to the variable part be paid in fund units of the relevant UCITS fund to a minimum of 50 per cent of this variable payment must be paid in fund units.

(This is an unofficial translation of the original text in Finnish.)