

MOOREA FUND

Société d'investissement à capital variable
28-32, Place de la gare, L-1616 Luxembourg
R.C.S Luxembourg B 146.927
(the "Fund")

NOTICE TO THE SHAREHOLDERS OF

**Moorea Fund – Euro High Yield Short Duration
Moorea Fund – Sustainable Structured Income,
Moorea Fund – Sustainable Euro Fixed Income
Moorea Fund – Sustainable Floating Rate Income
Moorea Fund – Sustainable Emerging Markets Equity**

The board of directors of the Fund (the "**Board of Directors**") informs the shareholders of the Fund of the following changes which will be effective 2 March 2022 for changes 1 to 3 below (the "**Effective Date**"):

1. Restructuration of Moorea Fund – Euro High Yield Short Duration

The sub-fund Moorea Fund – Euro High Yield Short Duration sub-fund will be restructured as described hereafter, and will be renamed Moorea Fund – Sustainable Euro High Yield.

The investment policy is amended to:

- Promote Environmental, Societal characteristics and good Governance practices (ESG) in the investment selection of the Sub-Fund. To this aim, the investment policy will include sustainable criteria into the investment selection as follow:
"The Sub-Fund promotes environmental and/or social characteristics within the meaning of article 8 of the Regulation (EU) 2019/2088 of 27 November 2019 on sustainability-related disclosures in the financial sector, by taking into account "Environmental, Social and Governance (ESG) criteria in its investment process.

It also applies the sustainable investment policy of Société Générale Private Wealth Management as described in section IV of this Prospectus.

The initial investment universe is composed of securities included in the following indices:

- ICE BofA Euro High Yield Index, which represents Euro denominated High Yield bonds;
- ICE BofA US High Yield Index, which represents US dollar denominated High Yield bonds ;
- ICE BofA Contingent Capital Index, which represents Additional Tier 1 bonds;
- ICE BofA Global Convertible Index, which represents Convertible bonds;
- ICE BofA Euro Corporate Index, which represents Euro denominated Corporate Investment Grade debt securities.

The Investment Manager addresses ESG factors throughout the investment process, including research, company engagement and portfolio construction. The Investment Manager incorporates i) an exclusion policy completed by ii) an ESG Integration policy. This two-fold SRI approach will lead to exclude at least 20% of the initial investment universe.

i. Exclusion policy

In accordance with the Management Company's investment policy, the Sub-Fund excludes of the investment universe companies that have significantly and repeatedly transgressed one of the 10 United Nations Global Compact principles, or having controversial activities such as thermal coal,

chemical weapons etc., or being involved in one or more recent very severe controversies under the MSCI nomenclature (red flag).

With regards to the portfolio construction, the portfolio management team employs norms and value-based exclusions as well. Examples of the exclusions (but not limited to them) are controversial weapons, gambling, adult entertainment, tobacco and thermal coal which is driven by revenue thresholds.

ii. ESG Integration policy

The Sub-Fund follows a Best-in-Class approach by investing in issuers whose ESG rating is greater than or equal to BB (leading and average rating) on a scale of AAA to CCC (CCC being the worst) according to the MSCI ESG rating system.

For issuers not covered by MSCI, the Sub-Fund employs an in-house ESG process, based on negative/exclusion, ESG criteria screening/ranking and norm-based screening.”

- Remove the criteria of short duration in the investment policy,
- Increase the possible investment in non-EUR denominated debt,
- Precise the type of investments to be performed to a lesser extent as follow:
“The Sub-Fund can invest to a lesser extent in:
 - *High Yield debt denominated in USD (up to 40%)*
 - *Contingent convertible capital instruments (CoCos) (up to 20%)*
 - *Convertible bonds (up to 25%)*
 - *Investment Grade debt securities (up to 10%). These debt securities will be issued by foreign corporations or governments or governmental agencies or instrumentalities.*

Currency risk resulting from investments in non-EUR denominated debt securities might be hedged against the EUR.”

- Include management with reference to the following benchmarks:
 - *ICE BofA Euro High Yield Index,*
 - *ICE BofA US High Yield Index,*
 - *ICE BofA Contingent Capital Index,*
 - *ICE BofA Global Convertible Index,*
 - *ICE BofA Euro Corporate Index.*

The investment policy also details the management process in terms of ESG selection criteria.

2. Moorea Fund – Sustainable Euro Fixed Income

The investment policy of Moorea Fund – Sustainable Euro Fixed Income sub-fund will be amended in order to :

- Amend the limit of maximum 20% in non-EUR denominated debt : from the Effective Date, the sub-fund may invest up to 20% in non-EUR denominated debt, without any limit regarding the countries where the issuers of this debt are domiciled;
- clarify the investment policy.

3. Moorea Fund – Sustainable Emerging Markets Equity

The investment policy of Moorea Fund – Sustainable Emerging Markets Equity sub-fund will be amended in order to specify its investment universe.

“The investment universe is composed by MSCI Emerging Market index plus 0 to 25 securities of companies out of the MSCI Emerging Market index.

The invested securities of companies out of MSCI Emerging Markets have to be domiciled of exercising the predominant part of their economic activity in Emerging Markets.”

As a consequence thereof, the Prospectus now specifies in the paragraph Benchmark, that the MSCI Emerging Markets is used both for performance comparison and as a universe from which to select securities.

4. Amendments of the ESG investment process and inclusion of Taxonomy Regulation

The investment policy and investment process of the sub-funds:

Moorea Fund – Sustainable Structured Income,
Moorea Fund – Sustainable Euro Fixed Income and
Moorea Fund – Sustainable Floating Rate Income

will be slightly amended by removing the following sentence:

“The average ESG rating of the portfolio aims to exceed the ESG rating of the filtered benchmark index by 20% of the lowest rated securities according to the MSCI ESG nomenclature.”

Specific Sections relating to the Taxonomy Regulation have been included into each sub-funds concerned.

This does not constitute a substantial change in the investment policy. Accordingly, the modifications foreseen under this Section 4. will become applicable as from the date of this notice.

The concerned sub-funds are not subject to a redemption fee. Shareholders can submit their redemption requests until 2 March 2022, should they not wish to remain invested under the amended investment policies. Redemptions will be processed according to the standard redemption process described in the Prospectus.

Changes 1 to 3 listed above will be effective on 2 March 2022.

An updated version of the Prospectus dated February 2022 and an updated version of the Prospectus dated March 2022 can be consulted at the registered office of the Fund (28-32, Place de la gare, L-1616 Luxembourg) as well as at the registered office of the Depositary Bank (Société Générale Luxembourg, 11 Avenue Emile Reuter, L-2420 Luxembourg).

Luxembourg, 2 February 2022

The Board of Directors