

## **ANNEX NO. 3 – WOOD & COMPANY AUP BRATISLAVA PODFOND**

### **1. SUB-FUND IDENTIFICATION**

The name of the sub-fund is: WOOD & Company AUP Bratislava podfond (“ **Sub-fund** ”).

The following ISINs are assigned to the investment shares of the Sub-Fund:

- (a) for AUP Bratislava podfond EUR class: CZ0008044914
- (b) for AUP Bratislava podfond CZK class: CZ0008045523

The sub-fund was entered into the list of investment funds maintained by the Czech National Bank on February 21, 2020.

The Subfund's investment shares are kept in the Central Registry.

The Sub-Fund's investment shares are not admitted to trading on a European regulated market.

### **2. INVESTMENT STRATEGY**

- 2.1 The investment objective is to increase the value of the Investment Shares of the Sub-Fund through an investment strategy focused on holdings in Real Estate Companies that own and/or operate shopping centers in Slovakia. Since 2021, the Sub-Fund has owned a majority stake in the Aupark shopping center in Bratislava, Slovakia (“ **AUPARK** ”). The Sub-Fund continuously evaluates new investment opportunities with the aim of maximizing the appreciation of the Investment Shares. The Sub-Fund issues a Class denominated in euros (AUP Bratislava sub-fund EUR class) and a Class denominated in Czech crowns (AUP Bratislava sub-fund CZK class). The currency risk of the AUP Bratislava sub-fund EUR class and the AUP Bratislava sub-fund CZK class will be hedged in a manner and in cases where the manager deems it appropriate. The recommended investment horizon is at least 10 years. The Sub-Fund’s objective is to actively and effectively participate in the management of shopping centers in the long term with the aim of utilizing their growth potential. The Sub-Fund will use a conservative level of debt. The Sub-Fund, among other things, monitors environmental performance in its investments and asset management, and by identifying and addressing environmental risks, seeks to increase the sustainability, resilience and long-term value of its real estate portfolio, while at the same time striving to minimize negative environmental and social impacts. The investment objective is (i) to increase the value of the Sub-Fund’s Investment Shares through an investment strategy focused on the acquisition and subsequent management of Real Estate Companies, with a long-term horizon, and (ii) to pay Dividends to investors on an ongoing basis from the income of the Real Estate Companies.
- 2.2 The Sub-Fund's income will be paid primarily as Dividends to the owners of Investment Shares, but may also be partially reinvested.
- 2.3 The performance of the Sub-Fund's portfolio will not be compared against any comparative benchmark or market composite index.
- 2.4 The following can be acquired into the Sub-Fund's assets:
- (a) in particular participations in Real Estate Companies, whereby the Sub-Fund may invest in a concentrated portfolio of only one Real Estate Company,
  - (b) debt instruments issued by the Real Estate Company or another company from the Real Estate Company group,
  - (c) receivables from loans and advances provided by the Real Estate Company or other companies from the Real Estate Company group,
  - (d) claims for the payment of funds from an account (for example, bank deposits),

- (e) financial derivatives,
  - (f) money market instruments.
- 2.5 in the assets specified in Article 2.4(a).
- 2.6 Up to 70% of the Sub-Fund's assets may be invested in the assets listed in Article 2.4, letters b) to f). In the event of the sale of a participation in a Real Estate Company, this share may briefly reach up to 100% of the Sub-Fund's assets.
- 2.7 The sum of investments in assets that do not meet the conditions under Section 17b, paragraph 1, letter c) of the Tax Act must always be less than 10% of the Sub-Fund's assets.
- 2.8 The Sub-Fund does not have to comply with the limit specified in Article 2.6 when issuing and redeeming Investment Shares. Deposits exceeding the specified limit due to the crediting of an amount corresponding to the price of the issued Investment Shares must be invested without undue delay after the issue of the Investment Shares of the Sub-Fund, but taking into account the time necessary to find a suitable investment opportunity corresponding to the investment strategy of the Sub-Fund. Deposits exceeding the specified limit due to the collection of funds to ensure the financial settlement of the redemption of Investment Shares must be sent to the Investor's account within the specified period.
- 2.9 A financial derivative not admitted to trading may be concluded on the Sub-Fund's account if:
- (a) the value to which the value of this derivative relates is only an interest rate, exchange rate or currency,
  - (b) this derivative is valued reliably and verifiably every business day,
  - (c) the Fund may at any time, on its own initiative, assign or terminate or otherwise terminate this derivative for an amount that can be reached between the contracting parties on terms that are not significantly unbalanced for either party, or it may enter into a new derivative for this amount, offsetting the underlying assets of this derivative in a manner determined in accordance with the standard commitment method, and  
  
this derivative is negotiated with a counterparty that is subject to supervision by the CNB, the supervisory authority of another member state or the supervisory authority of another state.
- 2.10 The only techniques for managing the Sub-Fund are repo transactions and financial derivatives as per Article 2.9. These management techniques may only be used if:
- (a) are used exclusively for the purpose of efficient management of the Fund and for the purpose of reducing the risk associated with investing on behalf of the Sub-Fund, reducing the costs associated with investing on behalf of the Sub-Fund, or obtaining additional capital or achieving additional returns, if the risk undertaken is in accordance with the risk profile of the Sub-Fund,
  - (b) the use of these techniques does not circumvent the rules set out in the Government Regulation and specified in the Statute, nor the investment strategy of the Sub-Fund, and
  - (c) the Sub-Fund's debts arising from the use of these techniques are always fully covered by the Sub-Fund's assets.
- 2.11 For the purposes of calculating the total exposure, the Sub-Fund may use:
- (a) gross asset value method,
- or
- (b) another advanced risk measurement method.
- 2.12 The Sub-Fund may grant a loan or a borrowing. Interest-bearing loans and borrowings will not exceed 100% of the Sub-Fund's fund capital.

- 2.13 The assets of the Sub-Fund cannot be used to provide a loan or credit, a gift, to secure the debt of another person or to pay a debt that is not related to its management.
- 2.14 The Sub-Fund will allow its loans to be subordinated to another loan or credit, usually as part of bank financing.
- 2.15 The Sub-Fund may accept a loan or borrowing.
- 2.16 The Sub-Fund may issue a bond.
- 2.17 For the purpose of efficient management, the Sub-Fund may use leverage. Only transactions that are in accordance with permitted investment instruments may be concluded on the Sub-Fund's account using leverage. The level of leverage will not exceed 100% of the Sub-Fund's fund capital.

### **3. DIVIDEND PAYMENT POLICIES**

- 3.1 The Sub-Fund pays Dividends semi-annually. The record dates for the payment of Dividends are 30 June and 31 December. Dividends are payable to Investors who own Investment Shares of the Sub-Fund on the record date.
- 3.2 The dividend will be paid in the form of a non-cash payment to the account designated in writing by the Investor or the Securities Dealer maintaining the Follow-up Records, always by the end of the third calendar month following the record date.
- 3.3 The amount of the Dividend is decided by the Board of Directors of the Fund. The aim is to achieve the payment of regular Dividends. However, the amount of the Dividend will be influenced by the profits realised in the Fund and other circumstances. The Dividend is not guaranteed and may be zero. The payment of the Dividend will reduce the value of the Investment Shares of the Sub-Fund.
- 3.4 The Dividend is paid regardless of the Sub-Fund's financial performance.
- 3.5 The Dividend payment is taxed in accordance with applicable tax laws.
- 3.6 The right to receive a Dividend payment is barred by the expiry of the limitation period, which is 4 years. The limitation period begins to run from the day on which the obligation to pay the Dividend should have been fulfilled.

### **4. CLASSES**

- 4.1 The Company issues two Classes for the Sub-Fund, namely:
  - (a) Class issued in EUR: AUP Bratislava podfond EUR class (“**EUR Class**”),
  - (b) Class issued in CZK: AUP Bratislava podfond CZK class (“**CZK Class**”).
- 4.2 The Investor is entitled to request the Board of Directors of the Company to exchange Investment Shares of one class for Investment Shares of the second class. The Board of Directors will decide on the exchange of Investment Shares on the date of the next valuation of the Investment Shares of the Sub-Fund. The Investment Shares will be exchanged in a ratio corresponding to the ratio of the values of the Investment Shares of the relevant classes based on the exchange rate of the Czech National Bank at the time the current value is calculated. The Investor has no legal right to the exchange.

### **5. SUB-FUND-SPECIFIC MANAGEMENT AND DISTRIBUTION POLICIES FOR PROFITS OR INCOME**

- 5.1 For each Class, the fund capital of the Class and the Value of the Investment Share of the Class are determined in the currency of the Class. If no Investment Shares of the Class are issued on the Valuation Day and new Investment Shares of this Class are to be issued at the same time, the Value of the Investment Share of this Class is determined as the Value of the Investment

Share of the second Class converted into the currency of this Class at the exchange rate of the Czech National Bank on the Valuation Day.

- 5.2 For each day on which the Fund Capital is determined, the Class weights are determined. If only EUR Class Investment Shares or both Class Investment Shares were issued on the previous Valuation Day, then the Class weights are given by the formula:

$$w_{EUR;t} = w_{EUR;t-1} * \frac{1 + \frac{K_{EUR,t}}{w_{EUR;t-1} * AV_{t-1}}}{1 + \frac{K_{EUR,t} + K_{CZK,t}/FX_{t-1}}{AV_{t-1}}}$$

$$w_{CZK;t} = (1 - w_{EUR;t})$$

If only CZK Class Investment Shares were issued on the previous Valuation Day, then the Class weights are given by the formula:

$$w_{CZK;t} = w_{CZK;t-1} * \frac{1 + \frac{K_{CZK,t}}{w_{CZK;t-1} * AV_{t-1}}}{1 + \frac{K_{EUR,t} + K_{CZK,t}/FX_{t-1}}{AV_{t-1}}}$$

$$w_{EUR;t} = (1 - w_{CZK;t})$$

$AV_{t-1}$  Fund capital as of the day  $t - 1$  before the inclusion of items:

$$\Delta DPP_{T-1}, FMP_{EUR;T-1}, FMP_{CZK;T-1}/FX_{t-1}, VO_{EUR;t-1}, VO_{CZK;t-1}/FX_{t-1}, \Delta Z_{CZK;T-1}/FX_{t-1}, \Delta DP_{CZK;T-1}/FX_{t-1}$$

$$AV_{t-1} = NAV_{t-1} + \Delta DPP_{T-1} + FMP_{EUR;T-1} + VO_{EUR;t-1} + (FMP_{CZK;T-1} + VO_{CZK;t-1} - \Delta Z_{CZK;T-1} + \Delta DP_{CZK;T-1})/FX_{t-1}$$

$$K_{EUR,t} = S_{EUR;T} - R_{EUR;T} - D_{EUR;T-1} - FMP_{EUR;T-1} - \Delta VOK_{EUR;T-1}$$

$$K_{CZK,t} = S_{CZK;T} - R_{CZK;T} - D_{CZK;T-1} - FMP_{CZK;T-1} - \Delta VOK_{CZK;T-1} + \Delta Z_{CZK;T-1} - \Delta DP_{CZK;T-1}$$

$K_{EUR}$	selected items EUR Classes for calculating weights,
$K_{CZK}$	selected items CZK Classes for calculating weights,
$t$	the date of the current valuation of the Sub-Fund's assets and debts ,
$t - 1$	the day of the previous valuation of the assets and liabilities of the Sub-Fund before the day of $t$ ,
$t - 2$	the day of the previous valuation of the assets and liabilities of the Sub-Fund before the day of $t - 1$ ,
$T$	the period beginning on the day following $t - 1$ and ending on $t$ ,
$T - 1$	the period beginning on the day following the day $t - 2$ and ending on the day $t - 1$ ,
$w_{EUR}$	weight EUR Classes,
$w_{CZK}$	weight CZK Classes,
$S_{EUR}$	value of subscriptions for Investment Shares EUR Class (in EUR),
$S_{CZK}$	value of subscriptions for Investment Shares of the CZK Class (in CZK),
$R_{EUR}$	value of redemptions of Investment Shares EUR Class (in EUR),
$R_{CZK}$	value of redemptions of Investment Shares CZK Class (in CZK),
$D_{EUR}$	value of Dividends entitled to payment in EUR Class (in EUR),
$D_{CZK}$	value of Dividends to which the right to payment has arisen in CZK Class (in CZK),
$FMP_{EUR}$	aliquot amount of the fixed management fee EUR Class (in EUR),
$FMP_{CZK}$	aliquot amount of the fixed management fee CZK of the Class (in CZK),

$VOK_{EUR}$	performance fee EUR Class (in EUR) as of the last day of the previous qualifying period, if this day is equal to the day $t - 1$ ,
$VOK_{CZK}$	performance bonus CZK Class (in CZK) as of the last day of the previous qualifying period, if this day is equal to the day $t - 1$ ,
$VO_{EUR}$	performance bonus EUR Class in the current qualifying period (in EUR),
$VO_{CZK}$	performance bonus CZK Class in the current qualifying period (in CZK),
$\Delta Z_{CZK}$	change in profit/loss resulting from hedging the currency risk of investments in CZK Class (in CZK),
$\Delta DP_{CZK}$	change in the amount of tax liability resulting from hedging the currency risk of investments in CZK Class (in CZK),
$FX$	CZK/EUR exchange rate according to the Czech National Bank,
$NAV$	Fund capital (in EUR),
$\Delta DPP$	change in the total amount of tax liability of the Sub-Fund (in EUR) after deduction of $\Delta DP_{CZK}/FX$ .

- 5.3 For the first determination of the Fund Capital, if Investment Shares of both Classes are issued simultaneously, the Class weights are determined by the ratio of the volume of issued Investment Shares of the EUR Class to the volume of issued shares of the CZK Class, converted into EUR at the CNB exchange rate as of January 26, 2021. The class weights are subsequently used to determine the fund capital of the CZK Class and the EUR Class, which are given by the following formulas:

$$NAV_{EUR,t} = AV_t * w_{EUR;t} - FMP_{EUR;T} - VO_{EUR;t} - \Delta DPP_T * w_{EUR;t}$$

$$NAV_{CZK,t} = AV_t * w_{CZK;t} * FX_t - FMP_{CZK;T} - VO_{CZK;t} + \Delta Z_{CZK;T} - \Delta DP_{CZK;T} - \Delta DPP_T * w_{CZK;t} * FX_t$$

$AV_t$	Fund capital as of the day $t$ before the inclusion of items: $\Delta DPP_T, FMP_{EUR;T}, FMP_{CZK;T}/FX_t, VO_{EUR;t}, VO_{CZK;t}/FX_t, \Delta Z_{CZK;T}/FX_t, \Delta DP_{CZK;T}/FX_t$
$NAV_{CZK}$	fund capital CZK Classes (in CZK)
$NAV_{EUR}$	fund capital EUR Classes (in EUR)

- 5.4 The fund capital is then equal to the sum of the fund capital of the CZK Class and the EUR Class.

$$NAV_t = NAV_{EUR,t} + NAV_{CZK,t}/FX_t$$

## 6. RISK PROFILE

- 6.1 The value of the Investment Share may rise or fall over time depending on the composition of the Sub-Fund's assets, the development of the real estate market, financial markets and other factors. The Sub-Fund does not guarantee a return on the amount originally invested. Due to possible unpredictable fluctuations in the financial and real estate markets, the Fund cannot guarantee the achievement of the set objectives. The Fund warns investors that the past performance of the Sub-Fund is no guarantee of future performance.
- 6.2 An investment in the Sub-Fund is intended to achieve above-average returns while maintaining a long-term investment horizon. It is in no way suitable for short-term speculation, nor as an investment with the intention of not maintaining the recommended investment horizon of at least 5 years.
- 6.3 Risks arising from investing in the Sub-Fund:
- Risks associated with investments in real estate and real estate companies
    - construction defects or environmental burdens on real estate – a loss to the Sub-Fund's assets due to construction defects or undetected environmental burdens cannot be ruled out,

- (ii) Loss of planned income from rental properties – loss of planned income from rental properties owned by the Sub-Fund may occur in connection with a negative situation on the real estate market, or as a result of the tenant's insolvency. Any loss of planned income from rental properties may lead to a decrease in the value of real estate assets and thus a decrease in the value of the Sub-Fund's assets.
  - (iii) legal risk – consists in the fact that the value of the Subfund's assets may decrease due to legal defects in real estate and Real Estate Companies acquired as assets of the Subfund, for example due to the existence of a third party lien, easement, right of pre-emption, etc.
  - (iv) risk associated with debt financing – with regard to the possibility of financing acquisitions or construction of real estate with a loan or credit, there is an increase in the risk of an adverse economic impact on the assets of the Sub-Fund to a corresponding extent in the event of an incorrect investment decision, or as a result of another reason leading to a decrease in the value of the assets of the Sub-Fund. The external financing received is usually secured by a lien on the real estate in favor of the credit or loan provider. This loan is repaid mainly by income from the rental of real estate. In the event of inability to repay external financing, it is possible to lose the assets of the Real Estate Company or the assets of the Sub-Fund. This fact will have a negative impact on the decrease in the value of the assets of the Sub-Fund.
  - (v) other real estate risks – mainly related to the higher risk of correct valuation of the property. In the case of real estate, these are usually investments with a long-term horizon, which are subject to increased political risk and also a higher risk of reduced liquidity of the investment.
  - (vi) valuation risk of non-financial assets – assets are valued at purchase and then annually by an expert appraisal carried out by an independent qualified appraiser selected by the Fund, although the final value of the asset is determined only by its sale price. If the valuation carried out by the independent qualified appraiser turns out to be different from the sale price of the asset, this could have an adverse effect on the net asset value of the Sub-Fund.
  - (vii) sustainability risks – consist mainly of potential inaccuracies in the collected data compared to reality, failure of technological equipment of the properties, failure of established processes related to sustainable behavior or sudden increase in costs for operation or maintenance of the properties due to extreme weather or negative climate changes. If these events occur, the promoted environmental and/or social characteristics could be distorted or not observed, which could have a negative impact on the value of the Investment Shares.
- (b) Other risks
- (i) market risk – results from the impact of market developments on the prices and values of individual types of assets of the Subfund;
  - (ii) credit risk – consists in the failure of the issuer of an investment instrument to meet its obligation or in its overall financial failure. This risk increases with the selection of financial instruments issued by lower-quality issuers. The Sub-Fund may invest in investment instruments issued by a wide range of issuers without being limited by their rating,
  - (iii) settlement risk – related to the failure of the counterparty to deliver purchased investment instruments or to pay for or delay the transaction. The selection of counterparties is limited to quality banks and quality financial companies that meet the requirements of state supervisory authorities and have the necessary legislative and qualification requirements,

- (iv) operational risk – consists of loss due to deficiencies or failures of internal processes, human factors or external events. This also includes the risk of loss of assets entrusted for safekeeping or other custody, which may be caused in particular by insolvency, negligent or intentional actions of a person who has the assets of the Fund or securities issued by the Sub-Fund in safekeeping or other custody,
- (v) risk of insufficient liquidity – consists in the fact that a certain asset of the Sub-Fund will not be liquidated in a timely manner and at a reasonable price and that the Sub-Fund will not be able to meet its obligations under requests for redemption of Investment Shares. For these reasons, investors bear the risk of suspension of the issue and redemption of Investment Shares,
- (vi) currency risk – is related to the fact that the Sub-Fund may invest in real estate or investment instruments in a currency other than the currency of the given Sub-Fund Class and the value of the Sub-Fund's assets or the value of the Investment Share will change due to movements in exchange rates,
- (vii) risk associated with derivatives – mainly related to changes in the market prices of underlying assets; the associated risks are liquidity risk, counterparty risk and the risk of possible progressive dependence on the price of the underlying asset, where a small initial investment opens up the possibility not only for significant profits but also losses,
- (viii) concentration risk – results from the possible concentration of the Sub-Fund's assets in investments in a specific region, sector or narrow group of issuers or in a single asset,
- (ix) leverage risk – related to the use of external capital for further investments in the assets of the Sub-Fund. Leverage may increase the performance of the Sub-Fund, but in the event of adverse developments it may, on the contrary, reduce the performance of the Sub-Fund,
- (x) the risk associated with the possibility of failure of a company in which the Sub-Fund holds a stake – is that such a company may be affected by business risk. As a result of this risk, the market price of the share in the relevant company may decrease or its complete depreciation may occur (for example, in the event of bankruptcy).

6.4 The use and conclusion of repo transactions in the management of the Sub-Fund and the procedures for measuring and reducing the risk arising from the use of these techniques, if not expressly regulated in the Statute, are governed by the Government Regulation. A repo transaction may not be concluded in a manner or for a purpose that circumvents the Sub-Fund's investment strategy or the rules regulated in the Statute and the Government Regulation.

## 7. FEES AND COSTS

### A. Fees paid from the Sub-Fund's assets

7.1 A fixed management fee is determined for each Class, at each valuation of the assets and liabilities of the Class, from the first valuation of the assets and liabilities of the Class. The fixed management fee of 1.5% per annum is determined by the formula:

$$FMP_t = N_t * NAUV_{t-1} * 0,015 * \frac{n}{x}$$

$t$  the date of the current valuation of the assets and debts of the Class,  
 $t - 1$  the day of the previous valuation of the assets and debts of the Class before the day  $t$ ,

<i>T</i>	the period beginning on the day following $t - 1$ and ending on $t$ ,
<i>FMP</i>	fixed management fee,
<i>N</i>	the total number of Investment Shares of the Class,
<i>NAUV</i>	the fund capital of the Class per Investment Share of the Class,
<i>n</i>	number of days in the period $T$ ,
<i>x</i>	number of days in a given year.

An aliquot part of the fixed management fee is paid after each valuation of the assets and debts of the Class.

7.2 The performance bonus is determined for each Class, progressively depending on the gross performance of the Class, which is determined for this purpose as follows:

(a) If  $y$  is less than 365, the gross class performance is determined by the formula:

$$r_t = \frac{GAUV_t + \sum_{i=1}^t DUV_i}{GAUV_m} - 1$$

(b) If  $y$  is greater than 365, the gross class performance is determined by the formula:

$$r_t = \sqrt[y/365]{\frac{GAUV_t + \sum_{i=1}^t DUV_i}{GAUV_m}} - 1$$

*m* the last day of the previous qualifying period when the entitlement to the payment of the performance bonus last arose (or the day of the first issue of Investment Shares),

*r* gross Class performance,

*y* Number of days from day  $m$  to day  $t$

*DUV<sub>i</sub>* Dividend per Investment Share of the Class, the payment of which became due on the day  $i$  after the date of  $m$  the

*GAUV* the fund capital of the Class before taking into account the performance fee per Investment Share of the Class,

*DUV<sub>i</sub>* Dividend per Investment Share of the Class, the payment of which became due on the day  $i$  after the date of  $m$  the

(c) If the gross performance determined in this way is  $r_t$  equal to or lower than 10%, the performance bonus is determined by an amount equal to 10% of the profit according to the following formula:

$$VO_t = 0,1 * \max \{ [GAV_t - GAV_m - \sum_{i=1}^t (S_i - R_i - D_i)]; 0 \}$$

(d) If it is  $r_t$  greater than 10%, the performance bonus is determined by the sum of an amount equal to 10% of the profit corresponding to gross performance of 10% and an amount equal to 15% of the profit corresponding to gross performance above 10%, according to the formula:

$$VO_t = 0,10 * \max \{ [GAV_t - GAV_m - \sum_{i=1}^t (S_i - R_i - D_i)] * \frac{0,1}{r_t}; 0 \} +$$

$$+ 0,15 * \max \{ [GAV_t - GAV_m - \sum_{i=1}^t (S_i - R_i - D_i)] * \frac{(r_t - 0,1)}{r_t}; 0 \}$$

*VO* performance bonus,

*GAV* the fund capital of the Class before taking into account the performance fee,

*S<sub>i</sub>* the value of subscriptions of Investment Shares of the Class on a day-  $i$  by- day basis  $m$ ,

- $R_i$  the value of redemptions of Investment Shares of the Class on a day- i-by-day basis  $m$ ,
- $D_i$  the value of Dividends in the Class for which the right to payment arose on the day  $i$  after the date  $m$ .

The right to a performance bonus arises only if:

$$NAUV_t + \sum_{i=1}^t DUV_i \geq NAUV_m$$

Otherwise, the following applies:

$$VO_t = 0$$

- 7.3 The Board of Directors of the Fund may decide to temporarily reduce the amount of the fixed management fee (Article 7.1) and/or the performance fee (Article 7.2). The Board of Directors' decision must specify the type of fee, the new (reduced) percentage rate or fixed amount and the period of time to which the reduction applies. The Board of Directors' decision to temporarily reduce the fees will be published on the Fund's website without undue delay. After the specified period, the fees will automatically return to the level defined in Article 7.1 and/or Article 7.2, unless the Board of Directors decides to extend the temporary reduction.
- 7.4 The remuneration for the performance of the depositary function is set at a fixed monthly amount of EUR 1,742, plus value added tax. This amount is paid to the Depositary each calendar month.
- 7.5 The remuneration for the performance of the administrator's duties consists of a share of the fixed management fee paid by the Sub-Fund.
- 7.6 Other fees and costs paid from the Sub-Fund's assets are listed in Part 11 of the Statute; in addition to the fees and costs listed here, other costs may also arise in connection with the acquisition, operation or sale of real estate and/or participation in Real Estate Companies, also paid from the Sub-Fund's assets, in particular related legal and other advisory services, audit costs, land registry fees, costs associated with the activities of real estate agents, energy, services, maintenance, repairs, insurance, development, operating costs, due diligence costs.

## **B. Fees paid by the investor**

- 7.7 When issuing Investment Shares of the Sub-Fund, an entry fee (surcharge) of a maximum of 3% of the net invested amount is applied.
- 7.8 When redeeming Investment Shares of a Sub-Fund, the Fund may apply an exit fee (deduction), the maximum amount of which is determined depending on how long after the establishment of the Sub-Fund the redemption request is submitted. The percentage values below represent the amount of the exit fee as a percentage of the cash consideration paid to the Investor for the redemption of Investment Shares:
- (a) 3% in the event that a request for redemption of Investment Shares is submitted from the expiry of five (5) years from the establishment of the Sub-Fund up to and including 31 December 2025,
  - (b) 2% in the event that a request for redemption of Investment Shares is submitted in the period from January 1, 2026 to December 31, 2026 (inclusive),
  - (c) 1% in the event that a request for redemption of Investment Shares is submitted after January 1, 2027 (inclusive).

The net amount paid to the Investor is given by the following formula:

$$NCF = \frac{N * NAUV}{1 + s}$$

<i>NCF</i>	net amount paid to the Investor (EUR),
<i>N</i>	the number of Investment Shares being redeemed,
<i>NAUV</i>	fund capital per Investment Share of the Sub-Fund,
<i>s</i>	the amount of the exit fee (deduction) in percentage.

The exit fee is the income of the Sub-Fund.

The exchange of Investment Shares of one Class for Investment Shares of another Class of the same Sub-Fund is not considered for the purposes of calculating the exit charge for the new investment and the original Investment Date remains unchanged.

- 7.9 When exchanging Investment Shares of one Class for Investment Shares of another Class of the same Sub-Fund, a fee of 1% of the Value of the Investment Shares so exchanged is charged. The net amount transferred is given by the following formula:

$$NCF = \frac{N * NAUV}{1 + 0,01}$$

<i>NCF</i>	net amount transferred (EUR),
<i>N</i>	the number of Investment Shares exchanged,
<i>NAUV</i>	fund capital per Investment Share of the Class.

## 8. OTHER IMPORTANT INFORMATION

- 8.1 The initial value at which the issue of Investment Shares commences after the establishment of the Sub-Fund is set at EUR 1 in the case of the EUR Class and in the case of the CZK Class as the equivalent in Czech crowns corresponding to EUR 1 according to the CNB CZK/EUR exchange rate as of the last day of the deadline pursuant to 10.11 (d) of the Statute. This amount may be increased by an entry fee (surcharge) pursuant to point 7.6 of this Appendix.
- 8.2 The valuation of the assets and debts of the Subfund is carried out regularly twice a year, on 30 June and 31 December of the calendar year. The first valuation of the Subfund will take place upon the commencement of its investment activities (it is assumed after the first investment in the Real Estate Company). The valuation of the Real Estate Companies is carried out on the basis of documents, in particular expert opinions, which were prepared as of the date from which a maximum of 6 (six) months have passed. If necessary, the Administrator will ensure an Extraordinary Valuation of the Subfund in accordance with point 9.6 of the Statute. The value of the Investment Share is announced no later than the end of the sixth calendar month following the date on which the valuation of the assets and debts of the Subfund was carried out.
- 8.3 Loans provided to individual Real Estate Companies from the Sub-Fund's assets are valued at their nominal value. The fair value of derivatives used to hedge interest rate risks (for example, interest rate swaps and other instruments) or the revaluation of loans provided to individual Real Estate Companies from the Sub-Fund's assets with a fixed interest rate is not included in the value of the Sub-Fund's Fund Capital. From the effective date of this paragraph (31. 12. 2023) until the valuation date on 31. 12. 2026, the Sub-Fund will be subject to a transitional period during which the value of these derivatives and the revaluation of these loans will be removed from the value of the Fund Capital. The methodological procedures and specifics relating to the removal of the value of these derivatives and this revaluation from the value of the Fund Capital will be set out in the Fund's internal regulation governing the valuation of assets and debts in the Sub-Fund.
- 8.4 Investment Shares are redeemed from the Investor under normal conditions within six (6) months from the first valuation of the Sub-Fund following the receipt of the application under the Agreement, and no later than two (2) years from the receipt of the application. Investment Shares are not redeemed for a period of five (5) years from the establishment of the Sub-Fund.

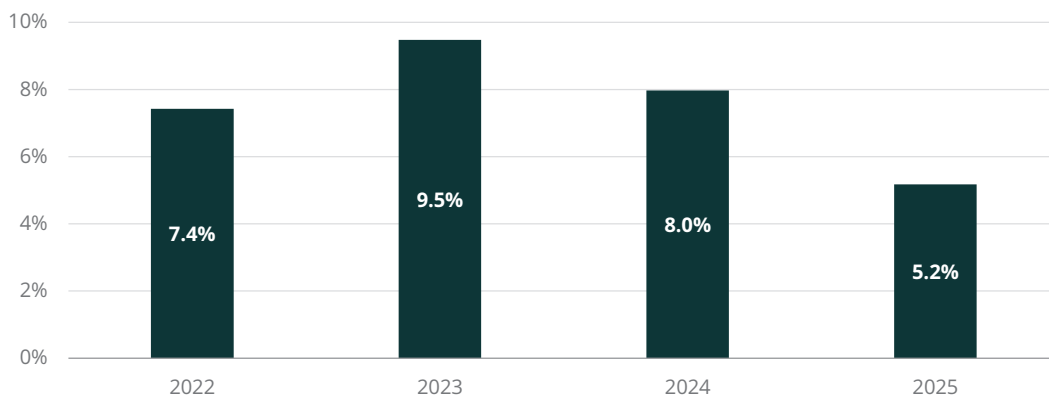
8.5 The Fund may suspend, in accordance with the Law, the issue or redemption of Investment Shares of the Sub-Fund for a period of up to two (2) years if this is necessary to protect the rights or legally protected interests of Investors.

**9. HISTORICAL PERFORMANCE**

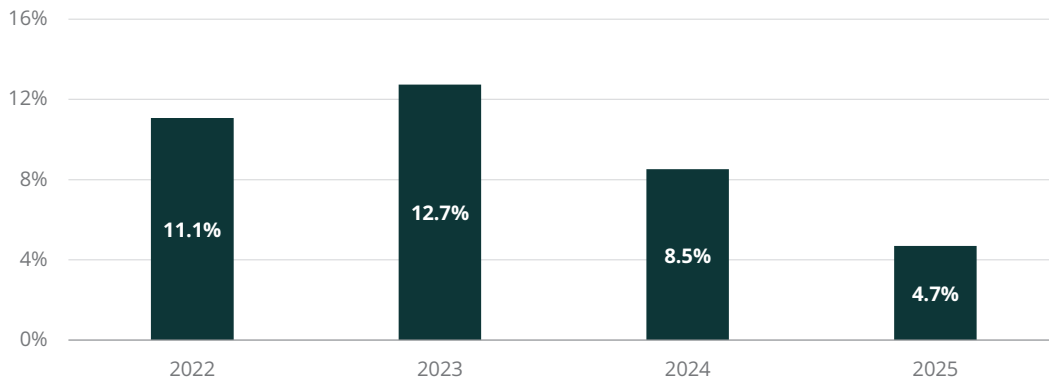
9.1 Historical performance data is no guarantee of the Sub-Fund's performance in the future and its usefulness as an indicator of future performance is limited. The graph shows the net performance of the Sub-Fund, taking into account the effect of all costs.

The sub-fund was created on February 21, 2020; the performance value for an incomplete calendar year is not displayed here according to the rules of EFAMA (The European Fund and Asset Management Association).

**A. Historical performance of AUP Bratislava EUR class sub-fund**



**B. Historical performance of AUP Bratislava subfund CZK class**



**10. SUSTAINABILITY INFORMATION**

10.1 This Sub-Fund promotes, among other features, environmental features within the meaning of Article 8 of the SFDR Regulation. In accordance with the SFDR Regulation, the Sub-Fund presents information related to sustainability below in Appendix 3a of the Statute.

In Prague on May 18, 2026

**Sustainable investment** means investment in economic activity that contributes to environmental

or social objective, where it does not significantly harm any environmental or social objective and the companies in which it is invested comply with good governance practices.

**The EU taxonomy** is a classification system set out in the Regulation (EU) 2020/852 laying down list environmentally sustainable economic activities. The said Regulation does not provide for list of socially sustainable economic activities. Sustainable investment with environmental objectives may or may not be in line with with taxonomy.



**Product name:** WOOD & Company, investment fund with variable share capital, as – WOOD & Company AUP Bratislava subfund (hereinafter referred to as the “**Subfund**” or also “**financial product**”)

**Legal entity identification number:** 315700X6R2DDKY55V775

## Environmental and/or social characteristics

**Does this financial product have a sustainable investment objective?**

**Yes**

   **No**

<input type="checkbox"/> It will make <b>sustainable investments with environmental target</b> at a minimum of ___% <ul style="list-style-type: none"> <li><input type="checkbox"/> into economic activities that qualify as environmentally sustainable according to the EU taxonomy</li> <li><input type="checkbox"/> into economic activities that do not qualify as environmentally sustainable according to the EU taxonomy</li> </ul>	<input type="checkbox"/> It promotes <b>environmental/social (E/S) characteristics</b> and, although it does not pursue a sustainable investment objective, will have a minimum of ___% sustainable investment, namely <ul style="list-style-type: none"> <li><input type="checkbox"/> investments with an environmental objective in economic activities that qualify as environmentally sustainable according to the EU taxonomy</li> <li><input type="checkbox"/> investments with an environmental objective in economic activities that do not qualify as environmentally sustainable according to the EU taxonomy</li> <li><input type="checkbox"/> investments with a social objective</li> </ul>
<input type="checkbox"/> It will make <b>sustainable investments with a social objective</b> in minimum amount ___%	<input checked="" type="checkbox"/> Promotes E/S features but <b>will not make any sustainable investments</b>

### What environmental and/or social characteristics does this financial product promote?

The financial product promotes the following environmental properties:

- Support for building energy efficiency – the financial product aims to reduce and optimize operational consumption energy
- Responsible water management – includes measures and strategies leading to the efficient, sustainable and responsible use of water resources with the aim of minimizing water waste and protecting ecosystems associated with water resources.
- Careful waste management and active waste sorting – represents a systematic approach to waste minimization, supporting effective sorting and reuse of materials with the aim of reducing negative impacts on the environment.
- Reducing greenhouse gas emissions – consists of optimizing the technological aspects of buildings and includes the implementation of energy-efficient systems and innovative technologies with the aim of minimizing overall emissions and contributing to a more sustainable operation of buildings.

In a social context, the product follows the characteristics of a responsible employer, maintains long-term and fair relationships with stakeholders (investors, clients, tenants, banks, etc.) and emphasizes transparency and regular disclosure of information.

**Sustainability indicators** measure how environmental objectives are achieved, or social characteristics promoted by the financial product.

● **What sustainability indicators are used to measure whether the individual environmental or social characteristics promoted by this financial product have been achieved?**

The following indicators are used to measure the achieved environmental performance of a financial product:

- Energy intensity - measuring the efficiency of energy use • Electricity intensity - measuring electricity consumption
- Carbon intensity - assessment of the amount of greenhouse gas emissions
- Water intensity – measuring the efficient use of water resources
- Waste intensity – providing information on waste generation

*The EU taxonomy sets out the “do no significant harm” principle, according to which investments that comply with the taxonomy should not significantly harm the objectives of the EU taxonomy, and is complemented by specific EU criteria.*

The “do no significant harm” principle applies only to those underlying investments of a financial product that take into account the EU criteria for environmentally sustainable economic activities. The underlying investments of the remaining part of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

*Other sustainable investments must not significantly harm any environmental or social objectives.*



**Does this financial product take into account the main adverse impacts on sustainability factors?**

Yes, \_\_\_\_\_

No, due to the lack of any relevant data.



**What investment strategy does this financial product employ?**

**An investment strategy** provides guidance for investment decisions based on factors such as investment objectives and risk tolerance.

The objective is to achieve appreciation of the Sub-Fund’s Investment Shares through an investment strategy focused on a stake in a Real Estate Company that owns a majority stake in the Aupark shopping center in Bratislava, Slovakia (hereinafter referred to as “AUPARK”). The Sub-Fund issues a Class denominated in euros (AUP Bratislava sub-fund EUR class) and a Class denominated in Czech crowns (AUP Bratislava sub-fund CZK class).

The Sub-Fund’s objective is to actively and effectively participate in the management of AUPARK in the long term with the aim of exploiting its growth potential. The Sub-Fund will use a conservative level of debt.

**Good governance practices** include sound management structures, employee relations, remuneration employees and tax compliance.

**What are the binding elements of the investment strategy that are used to select investments to achieve the individual environmental or social characteristics promoted by this financial product?**

Investment selection is influenced by the Due Diligence process. For new acquisitions, it includes detailed reviews in the areas of financial, tax, commercial, legal, technical and environmental. Such analysis provides the investor with a detailed view of how the project meets the established criteria (not only) of sustainability and what are the possibilities for improvement in the longer term.

The investment strategy also takes into account the certifications listed below, which will enable the achievement of the specified environmental and/or social goals.

- BREEAM / LEED certification: The fund monitors and prefers new projects that obtain the so-called "Sustainable" BREEAM or LEED certifications, which indicate high standards of environmental sustainability and building quality.

The investment strategy also pays attention to the energy label of the building (PENB). As part of improving the efficiency of energy use, the subfund, among other things, seeks projects whose technological readiness allows, for example, the installation of photovoltaic power plants. or projects using energy-saving technologies for heating, cooling or lighting.

**What is the promised minimum level of restriction on the scope of investments considered before applying this investment strategy?**

ON

**What is the policy for assessing the good governance practices of investee companies?**

The corporate governance assessment policy includes monitoring and reviewing internal regulations to identify high standards of ethics and transparency. In the case of acquisitions, a thorough Due Diligence process is carried out, assessing both financial and non-financial aspects of the investments. In addition, there is a policy of active exercise of voting rights, which allows influencing decisions aimed at determining the companies in which investments are made. Furthermore, a sustainability policy is applied, which can be consulted on the Sub-Fund's website.



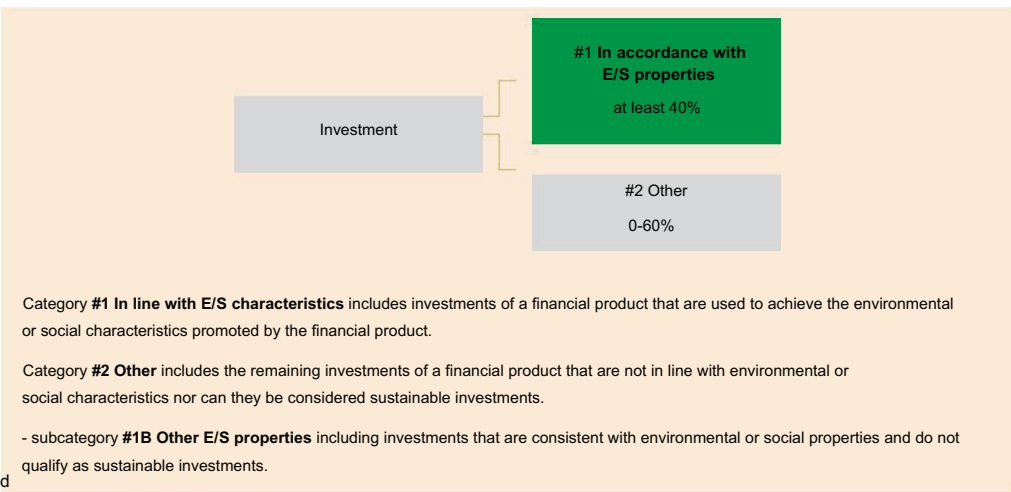
**What asset allocation is planned for this financial product?**

At least 40% of investments are in line with E/S characteristics, the remaining investments fall into the Other category.

**Asset allocation** describes the proportion of investments in specific assets.

Activities in accordance with the taxonomy are expressed as a proportion on:

- **Turnover** representing the share of income from the environmental activities of the companies in which it is invested



**- Capital**

**Expenditures (CAPEX)**

showing green investments of the companies in which it is invested, e.g. in the transition to a green economy,

**- Operational**

**costs (OPEX)**

representing the green operating activities of the companies in which it is invested.

**Fossil gas** criteria

include emission limits and transition to renewable energy or low-carbon fuel by the end of 2035 to be in line with the EU taxonomy. In the case of **nuclear energy**, the criteria include comprehensive rules on safety and waste management waste.

**Support activities**

directly enable other activities to significantly contributed to environmental or.

**Transitional activities**

are activities for which low-carbon alternatives are not yet available and, among other things, their greenhouse gas emission levels correspond to the best results.

● **How does the use of derivatives achieve the environmental or social properties promoted by a given financial product?**

Derivatives are not used to achieve environmental or social goals.



**To what minimum extent are sustainable investments with an environmental objective in line with the EU taxonomy?**

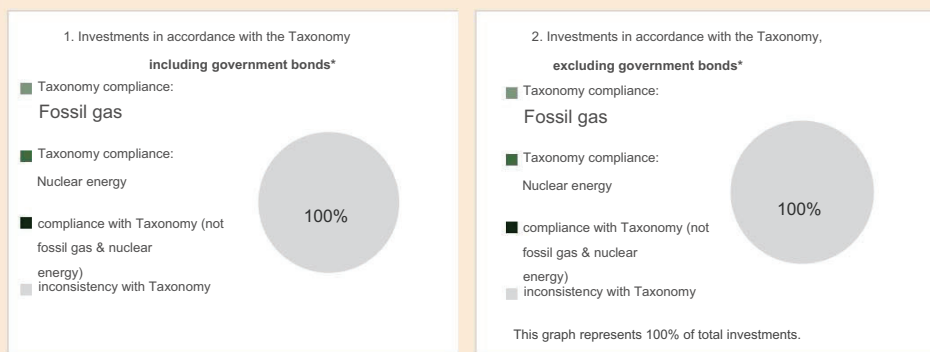
● **Does the financial product invest in fossil gas and/or nuclear energy related activities that comply with the EU12 taxonomy?**

Yes:

fossil gas       nuclear energy

No

*The two graphs below show in green the minimum percentage of investments that are compliant with the EU Taxonomy. As there is no appropriate methodology for determining the compliance of sovereign bonds\* with the Taxonomy, the first graph shows compliance with the Taxonomy in relation to all investments of a financial product including sovereign bonds, while the second graph shows compliance with the Taxonomy only in relation to investments of a financial product other than sovereign bonds.*




\* For the purposes of these charts, "government bonds" consist of all government exposures.

<sup>12</sup> Fossil gas and/or nuclear energy activities will only be compliant with the EU taxonomy if they contribute to limiting climate change ("climate change mitigation") and do not significantly harm any objective of the EU taxonomy - see explanatory note in the left margin. The full criteria for fossil gas and nuclear energy economic activities that are compliant with the EU Taxonomy are set out in Commission Delegated Regulation (EU) 2022/1214.

● **What is the minimum share of investment in transitional and support activities?**

The minimum share of investment in transitional and support activities is 0%.

 are sustainable investments with an environmental objective that **do not take into account the criteria** for environmentally sustainable economic activities according to the EU taxonomy.



**What is the minimum share of sustainable investments with an environmental objective that are not in line with the EU taxonomy?**

The share of sustainable investments with an environmental objective is 0%.



**What is the minimum share of socially sustainable investments?**

The minimum share of socially sustainable investments is 0%.



**What investments are included in the item "#2 Other", what is their purpose and do they have minimal environmental or social safeguards?**

These are cash and FX. The purpose of these investments is liquidity or exchange rate differences. Without minimum environmental or social guarantees.



**Where can I find more information about this product online?**

Further information regarding the product is available on the website:

**"HERE"**