

## 瑞士隆奧系列基金

盧森堡設立之可變資本投資公司(簡稱“本公司”)

### 公司股東之臨時股東大會召集通知

親愛的投資人：

本公司董事會（下稱「董事會」）謹此邀請您出席將於 2026 年 5 月 20 日上午 10:00（盧森堡時間）在盧森堡大公國 L-1319 Luxembourg, 101, rue Cents 之公證人 Maître Henri Hellinckx 辦事處（下稱「會議」）舉行之本公司臨時股東大會，並由盧森堡公證人見證，以審議並表決以下議程。

本通知中未定義之術語，其含義與本公司現行公司章程（下稱「章程」）中定義之含義相同。

本次章程修訂建議，係配合自 2026 年 4 月 16 日起適用的歐盟第 2024/927 號指令。該指令修訂了 UCITS 指令（下稱「經修訂之 UCITS 指令」），並針對流動性管理工具 (LMTs) 引入修訂規則。據此，本公司必須從經修訂之 UCITS 指令附件 IIA 第 2 至 8 點所列之工具中，選擇至少兩種流動性管理工具，以因應市場壓力環境下的贖回壓力。

雖然章程已包含所需數量之 LMT，現提議加入本公司可用之 LMT 詳盡清單，並使相關框架與術語與經修訂之 UCITS 指令以及 ESMA 關於流動性管理工具之監管技術標準保持一致。

議程如下：

#### 唯一決議案

修訂章程第 21 條如下：

(i) 插入新增之第 (5) 及 (6) 項，列出本公司所有可用之流動性管理工具，其條文如下：

「為管理本公司子基金之流動性，本公司得使用流動性管理工具（各稱「LMT」），例如：暫停申購、轉換及贖回；贖回限制 (redemption gate)；延長通知期；贖回費；擺動定價 (swing pricing)；雙重定價 (dual pricing)；反稀釋費用 (anti-dilution levy)；實物贖回 (redemption in kind) 以及側袋機制 (side pockets)，其中部分工具在本章程中有進一步說明。

本公司所選定之特定 LMT，包括啟動該等 LMT 之情境與條件，均詳載於公開說明書中。」

(ii) 修訂關於贖回限制之第 (7) 項（原第 (5) 項），以刪除現行七個評價日之限制。修訂後條文如下：

「若在任何評價日（定義見第 22 條），要求贖回股份之總額超過子基金資產淨值之 10% 時，得啟動贖回限制（下稱「贖回限制」）。在此情況下，本公司無義務在該評價日，或在連續七個評價日的任何期間內，提供贖回超過該子基金當日資產淨值 10% 之股份，且任何未執行之贖回要求得遞延至後續評價日或該期間開始時處理。贖回相應得在收到贖回要求之日起不

~~超過七個評價日內遞延（但仍須受前述10%之限制）處理。任何遞延僅應以臨時性方式實施。」~~

**(iii) 根據上述第(ii)項對第(7)項之修訂，刪除下列段落：**

「若在任何評價日，要求贖回股份之總額超過子基金資產淨值之10%時，本公司得選擇出售該子基金之資產，其比例應儘可能與收到的贖回申請股份價值佔子基金資產之比例相同。若本公司行使此項選擇權，則應付予申請贖回股份之股東之金額，將以該等出售或處分後計算之資產淨值為基準。款項將於出售完成且本公司收到可自由兌換貨幣之出售所得款項後立即支付。就此目的以及贖回之遞延而言，轉換應被視同贖回。」

謹此告知，根據章程第29條及經修訂之1915年8月10日盧森堡《商業公司法》第450-3(2)條之規定，召開本會議以有效就建議之章程修訂進行審議，需有代表本公司股本百分之五十(50%)之法定人數（下稱「法定人數」）出席。

若第一次會議未能達到法定人數，將另行召集第二次臨時股東大會，就相同議程進行審議與表決（下稱「續開會議」）。續開會議之召開將無任何法定人數限制。

唯一決議案須經出席會議或續開會議並有效投票之票數至少三分之二(2/3)的贊成票方可有效通過。投票總數不包括股東未參與投票、棄權、投空白票或廢票之股份。

每股享有權投票一票，股東得親自出席或委派代表出席。

股東之法定人數、多數決要求及投票權，應根據2026年5月15日午夜（盧森堡時間）股東名冊中所記錄之股東所持有之股份為準。

如果您希望親自參加會議，請在會議前至少兩個工作天通知本公司您的意願，我們將不勝感激。

如果您無法出席會議，請您寄回隨附經正式填妥並簽署之委託書（隨附於附錄1），以及您有效的身分證/護照影本（如果您是自然人）或更新的授權簽名列表（如果您代表的是法人），並按照以下方式遞送：

第一步：透過傳真（號碼：+352 27781001）或電郵至：[loim.domiciliation@lombardodier.com](mailto:loim.domiciliation@lombardodier.com)；其次則是

第二步：郵寄至：Mrs Gaëlle Thiébaud, Lombard Odier Funds (Europe) S.A., 291, route d'Arlon, L-1150 Luxembourg, Grand Duchy of Luxembourg。

請確保委託書不晚於2026年5月15日午夜（盧森堡時間）送達。此後收到的任何委託書可能不予考慮。除非被撤回，否則該委託書在續開會議中繼續完全有效。建議之章程修訂內容（已正式標



**LOMBARD ODIER**  
INVESTMENT MANAGERS

註修訂軌跡)均備置於本公司註冊辦事處供查閱。如果您有任何疑問或希望收到進一步資訊，請與本公司註冊辦事處聯絡。

董事會 謹啟

2026年5月4日，盧森堡

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**附錄 1 - 委託書**

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**瑞士隆奧系列基金****盧森堡設立之可變資本投資公司(簡稱“本公司”)**

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本人/吾等，即下述簽署人 \_\_\_\_\_，

持有本公司股份共 \_\_\_\_\_<sup>(1)</sup> 股，

茲委任 \_\_\_\_\_<sup>(2)</sup> (下稱「受託代表人」)，或如該員缺席，則由本公司臨時股東大會(下稱「會議」)主席代表本人/吾等出席將於 2026 年 5 月 20 日上午 10:00 (盧森堡時間) 在盧森堡大公國 L-1319 Luxembourg, 101, rue Cents 之公證人 Maître Henri Hellinckx 辦事處舉行之會議，並由盧森堡公證人見證。受託代表人具備完全之轉委任權，得就下列議程事項以本人/吾等之名義並代表本人/吾等行使職權及投票。

**唯一決議案**

修訂章程第 21 條如下：

- (i) 插入新增之第 (5) 及 (6) 項，列出本公司所有可用之流動性管理工具，其條文如下：

「為管理本公司子基金之流動性，本公司得使用流動性管理工具(各稱「LMT」)，例如：暫停申購、轉換及贖回；贖回限制(redemption gate)；延長通知期；贖回費；擺動定價(swing pricing)；雙重定價(dual pricing)；反稀釋費用(anti-dilution levy)；實物贖回(redemption in kind) 以及側袋機制(side pockets)，其中部分工具在本章程中有進一步說明。

本公司所選定之特定 LMT，包括啟動該等 LMT 之情境與條件，均詳載於公開說明書中。」

- (ii) 修訂關於贖回限制之第 (7) 項(原第 (5) 項)，以刪除現行七個評價日之限制。修訂後條文如下：

「若在任何評價日(定義見第 22 條)，要求贖回股份之總額超過子基金資產淨值之 10% 時，得啟動贖回限制(下稱「贖回限制」)。在此情況下，本公司無義務在該評價日，或在連續七個評價日的任何期間內，贖回超過該子基金當日資產淨值 10% 之股份，且任何未執行之贖回要求得遞延至後續評價日或該期間開始時處理。贖回相應得在收到贖回要求之日起不超過七個評價日內遞延(但仍須受前述 10% 之限制)處理。任何遞延僅應以臨時性方式實施。」

Lombard Odier Funds

Société Anonyme

Société d'Investissement à Capital Variable

Siège social : 291, route d'Arlon - L - 1150 Luxembourg

R.C.S. Luxembourg : B25301

(iii) 根據上述第(ii)項對第(7)項之修訂，刪除下列段落：

「若在任何評價日，要求贖回股份之總額超過子基金資產淨值之10%時，本公司得選擇出售該子基金之資產，其比例應儘可能與收到的贖回申請股份價值佔子基金資產之比例相同。若本公司行使此項選擇權，則應付予申請贖回股份之股東之金額，將以該等出售或處分後計算之資產淨值為基準。款項將於出售完成且本公司收到可自由兌換貨幣之出售所得款項後立即支付。就此目的以及贖回之遞延而言，轉換應被視同贖回。」

本人/吾等指示受託代表人就上述決議案，按下述投票指示進行投票：

贊成*	反對*	棄權*
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

\*請在適當的方格內以「X」標示您對議程唯一決議案之投票意願。若投票表格未顯示投票（贊成或反對建議決議案）或棄權，該投票表格將被視為無效。

本人/吾等茲向受託代表人/會議主席授予完全權限與授權，令其簽署所有文件或採取與履行本委託書相關或關於履行本委託書之所有必要或有用之行為，即使未特別註明亦同。若有需要，本人/吾等承諾追認並確認該等行為及簽字。

本人/吾等承諾對於受託代表人/會議主席因根據本委託書出於善意採取之任何行動而遭受或產生之所有索賠、損失、成本、費用、損害或責任（包括執行本委託書所產生之任何費用），承擔完全賠償責任。

遞交填妥之委託書並不排除股東親自出席會議並投票之權利。

除非被撤回，否則本委託書對於為相同目的且具有相同議程而舉行的任何推遲或延期會議均繼續有效。欲在推遲或延期會議上投票且先前未寄回委託書之股東，得根據本委託書之指示填寫並寄回。

除非被撤回，否則本委託書在續開之臨時股東大會中繼續有效。

本委託書受盧森堡大公國法律管轄並依其解釋。盧森堡市地方法院對因本委託書引起或與本委託書有關之任何爭議或爭論具有專屬管轄權。

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附註：

(1) 若本委託書未註明股份數量，則本委託書將被視為對下述簽署人於 2026 年 5 月 15 日午夜（盧森堡時間）股東名冊中所載之所有股份有效。

(2) 有權出席會議並投票之股東得自行選擇受託代表人。若進行此項委任，必須在提供的空格內註明受託代表人（不一定要是本公司股東）之姓名及其個人或職業地址。若本委託書未提及姓名，或所提名之人員未親自出席會議，則主席有權作為代理人進行投票。

於 \_\_\_\_\_（地點），日期為 2026 年 \_\_\_\_\_。

\_\_\_\_\_  
**簽名**

**姓名與職稱**

請附上您有效的身分證/護照影本或更新之授權簽名清單。



**LOMBARD ODIER**  
INVESTMENT MANAGERS

## **LOMBARD ODIER FUNDS**

*Société anonyme*

*Société d'investissement à capital variable*

291, route d'Arlon, L - 1150 Luxembourg  
R.C.S. Luxembourg : B25301  
(THE "COMPANY")

### **CONVENING NOTICE TO AN EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY**

Dear shareholder,

The board of directors of the Company (the "**Board**") hereby invites you to attend an extraordinary general meeting of shareholders of the Company to be held before a Luxembourg notary on 20 May 2026 at 10:00 am Luxembourg time at the Etude notariale de Maître Henri Hellinckx, 101, rue Cents, L-1319 Luxembourg, Grand Duchy of Luxembourg (the "**Meeting**") to deliberate and vote on the agenda set forth below.

Terms not defined in this notice shall have the same meaning as in the Company's current articles of incorporation (the "**Articles**").

The proposed amendments to the Articles are made in the context of the application of Directive (EU) 2024/927 as of 16 April 2026, which amends the UCITS Directive (the "**revised UCITS Directive**") and introduces revised rules on liquidity management tools ("**LMTs**"), whereby the Company is required to select at least two LMTs from those listed in point 2 to 8 of Annex IIA of the revised UCITS Directive in order to deal with redemption pressures under stressed market conditions.

Although the Articles already include the required number of LMTs, it is proposed to include an exhaustive list of the LMTs available to the Company, as well as to harmonize the framework and terminology with the revised UCITS Directive and the ESMA regulatory technical standards on liquidity management tools.

The agenda is as follows:

#### **SOLE RESOLUTION**

**To amend Article 21 of the Articles as follows:**

- (i) **Insertion of new paragraphs (5) and (6) to list all liquidity management tools available to the Company, which shall read as follows:**

*"In order to manage the liquidity of the Sub-Funds of the Company, the Company may use liquidity management tools (each, an "LMT") such as the suspension of subscriptions, conversions and redemptions, redemption gate, extension of notice periods, redemption fee, swing pricing, dual*

pricing, anti-dilution levy, redemption in kind and side pockets, some of which are further described in these Articles.

*The specific LMTs selected by the Company, including the circumstances and conditions under which such LMTs may be activated, are described in the prospectus.”*

**(ii) Amendment of paragraph (7) (formerly paragraph (5)) on redemption gating to remove the current seven-valuation-days limit. The amended paragraph shall read as follows:**

*“In case of redemption requests on any Valuation Day (as defined in Article 22) for Shares representing more than 10% of the Net Asset Value of a Sub-Fund, a redemption gate may be activated (the “Redemption Gate”). In such circumstances, the Company shall not be bound to redeem on such Valuation Day or in any period of seven consecutive Valuation Days Shares representing more than 10% of the Net Asset Value of such Sub-Fund on such Valuation Day and any unexecuted redemption requests may be deferred and processed on subsequent Valuation Days or at the commencement of such period. Redemption may accordingly be deferred for not more than seven Valuation Days after the date of receipt of the redemption request (but always subject to the foregoing 10% limit). Any deferral shall be applied only on a temporary basis.”*

**(iii) Removal of the following paragraph further to the amendments made to paragraph (7), as described under item (ii) above:**

*“In case of redemption requests on any Valuation Day for Shares representing more than 10% of the Net Asset Value of a Sub-Fund, the Company may elect to sell assets of that Sub-Fund representing, as nearly as practicable, the same proportion of the Sub-Fund's assets as the value of the Shares for which redemption applications have been received. If the Company exercises this option, then the amount due to the shareholders who have applied to have their Shares redeemed, will be based on the Net Asset Value calculated after such sale or disposal. Payment will be made forthwith upon the completion of the sales and the receipt by the Company of the proceeds of sale in a freely convertible currency. For this purpose, as well as for the deferral of redemptions, conversions are considered as redemptions.”*

You are hereby informed that in accordance with article 29 of the Articles and Article 450-3 (2) of the Luxembourg law of 10 August 1915 on commercial companies, as amended, a quorum of fifty percent (50%) of the share capital of the Company (the "**Quorum**") is required in order for the Meeting to validly deliberate on the proposed amendments to the Articles.

Should the Quorum not be reached at the first Meeting, a second extraordinary general meeting of shareholders will be convened to deliberate and vote on the same agenda (the "**Reconvened Meeting**"). The Reconvened Meeting will validly deliberate without any quorum requirements.

The sole resolution will be validly passed by the affirmative consent of at least two-thirds (2/3) of the votes validly cast at the Meeting or Reconvened Meeting. Votes cast do not include votes attaching to shares in respect of which the shareholder has not taken part in the vote or has abstained or has returned a blank or invalid vote.

Each share is entitled to one vote and each shareholder may vote in person or may be represented by proxy.

The Quorum, the majority requirements and the voting rights of the shareholders shall be determined by reference to the shares held by such shareholders as evidenced in the shareholders' register on 15 May 2026 at midnight (Luxembourg time).

Should you wish to participate to this Meeting in person, we would be grateful if you could inform the Company of your intention at least two days before the Meeting.

Should you be unable to attend the Meeting in person, we would be grateful if you could return the proxy-form (hereby attached as Appendix 1) duly completed and signed, together with a copy of your ID card or passport in force (if you are a natural person) or an updated list of authorised signatures (if you act on behalf of a legal person):

1. in a first step, **by facsimile** at the following number: +352 27 78 10 01 or **by e-mail** at [loim.domiciliation@lombardodier.com](mailto:loim.domiciliation@lombardodier.com); and
2. in a second step, **by mail** to the attention of Mrs Gaëlle Thiébaud, at the following address: Lombard Odier Funds (Europe) S.A., 291, route d'Arlon, L-1150 Luxembourg, Grand Duchy of Luxembourg

in order for such proxy form to be received no later than: **midnight (Luxembourg time) on 15 May 2026**.

Any proxies received after such time may not be taken into account.

Unless revoked, the proxy form shall remain in full force and effect at the Reconvened Meeting.

The proposed changes to the Articles, which are duly marked-up, are available for inspection at the registered office of the Company.

If you have any questions or would like to receive any further information, please contact us at the registered office of the Company.

Yours faithfully,

Your Board

Luxembourg, 4 May 2026

**APPENDIX 1 - PROXY FORM**

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**LOMBARD ODIER FUNDS**  
*Société anonyme*  
*Société d'Investissement à Capital Variable*

291, route d'Arlon, L - 1150 Luxembourg  
R.C.S. Luxembourg B25301  
(the "COMPANY")

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I/We the undersigned \_\_\_\_\_,

holding \_\_\_\_\_ <sup>(1)</sup> shares in the Company,

hereby appoint \_\_\_\_\_ <sup>(2)</sup>  
(the "**Proxyholder**") or, failing whom, the Chairman of the extraordinary general meeting of shareholders of the Company (the "**Meeting**"), with full power of substitution, to represent me/us at the Meeting to be held before a Luxembourg notary on 20 May 2026 at 10:00 am Luxembourg time at the Etude notariale de Maître Henri Hellinckx, 101, rue Cents, L-1319 Luxembourg, Grand Duchy of Luxembourg to act and vote in my/our name and on my/our behalf on the matters set out in the below agenda.

**SOLE RESOLUTION**

**To amend Article 21 of the Articles as follows:**

- (i) **Insertion of new paragraphs (5) and (6) to list all liquidity management tools available to the Company, which shall read as follows:**

*“In order to manage the liquidity of the Sub-Funds of the Company, the Company may use liquidity management tools (each, an “LMT”) such as the suspension of subscriptions, conversions and redemptions, redemption gate, extension of notice periods, redemption fee, swing pricing, dual pricing, anti-dilution levy, redemption in kind and side pockets, some of which are further described in these Articles.*

*The specific LMTs selected by the Company, including the circumstances and conditions under which such LMTs may be activated, are described in the prospectus.”*

- (ii) **Amendment of paragraph (7) (formerly paragraph (5)) on redemption gating to remove the current seven-valuation-days limit. The amended paragraph shall read as follows:**

*“In case of redemption requests on any Valuation Day (as defined in Article 22) for Shares representing more than 10% of the Net Asset Value of a Sub-Fund, a redemption gate may be activated (the “Redemption Gate”). In such circumstances, the Company shall not be bound to redeem on such Valuation Day or in any period of seven consecutive Valuation Days Shares representing more than 10% of the Net Asset Value of such Sub-Fund on such Valuation Day and any unexecuted redemption requests may be deferred and processed on subsequent Valuation Days or at the commencement of such period. Redemption may accordingly be deferred for not more than seven Valuation Days after the date of receipt of the redemption request (but always subject to the foregoing 10% limit). Any deferral shall be applied only on a temporary basis.”*

- (iii) **Removal of the following paragraph further to the amendments made to paragraph (7), as described under item (ii) above:**

*“In case of redemption requests on any Valuation Day for Shares representing more than 10% of the Net Asset Value of a Sub-Fund, the Company may elect to sell assets of that Sub-Fund representing, as nearly as practicable, the same proportion of the Sub-Fund's assets as the value of the Shares for which redemption applications have been received. If the Company exercises this option, then the amount due to the shareholders who have applied to have their Shares redeemed, will be based on the Net Asset Value calculated after such sale or disposal. Payment will be made forthwith upon the completion of the sales and the receipt by the Company of the proceeds of sale in a freely convertible currency. For this purpose, as well as for the deferral of redemptions, conversions are considered as redemptions.”*

The proxy is instructed to cast my/our votes with the following voting instructions in relation to the above-mentioned resolution:

FOR*	AGAINST*	ABSTAIN*
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**\*Please indicate with an "X" in the appropriate box how you wish to vote on the sole resolution of the agenda. Voting forms which show neither a vote (in favour or against the proposed resolution) nor an abstention on the proposed resolution shall be void.**

I/We hereby give full power and authorisation to the Proxyholder/Chairman of the Meeting to sign all documents or do all acts necessary or useful in connection with or in respect of the performance of this power of attorney even though not especially indicated. I/We undertake to ratify and confirm such acts and signatures if the need would arise.

I/We undertake to fully indemnify the Proxyholder/Chairman of the Meeting against all claims, losses, costs, expenses, damages or liability which the Proxyholder/Chairman sustains or incurs as a result of any

action taken by him/her in good faith pursuant to this power of attorney including any costs incurred in enforcing this power of attorney.

Deposit of a completed proxy form will not preclude a shareholder from attending the Meeting and voting in person.

Unless revoked, the proxy form shall remain valid for any postponed or adjourned meeting held for the same purpose and with the same agenda. Shareholders who wish to vote at this postponed or adjourned meeting and who have not previously returned a proxy form may complete and return this proxy form in accordance with the instructions herein.

Unless revoked, the proxy shall remain valid for the reconvened extraordinary general meeting.

This power of attorney is governed by and shall be construed in accordance with the laws of the Grand Duchy of Luxembourg. The courts of the district of the city of Luxembourg shall have exclusive jurisdiction to hear any dispute or controversy arising out of or in connection with this power of attorney.

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Notes

(1) Should the number of shares not be specified in this proxy form, this proxy form will be assumed to be valid for all the shares held by the undersigned as evidenced in the shareholders' register on 15 May 2026 at midnight (Luxembourg time).

(2) Shareholders entitled to attend and vote at the Meeting may appoint a proxy of their own choice. If such an appointment is made, the name of the proxy (who need not be a shareholder of the Company) together with his/her/its personal or professional address must be specified in the space provided. If no name is mentioned on this proxy form, or in the case the person named does not attend the Meeting in person, the Chairman shall be entitled to vote as a proxy.

Made in \_\_\_\_\_, on \_\_\_\_\_ 2026.

\_\_\_\_\_  
Signature  
Name and Title

Please enclose a copy of your ID Card / passport in force or an updated list of authorised signatures.