

ABN AMRO Funds

Société d'Investissement à Capital Variable

Registered office: 49, avenue J.F. Kennedy, L-1855 Luxembourg

R.C.S. Luxembourg: B 78762

(the “Fund”)

NOTICE TO THE SHAREHOLDERS OF THE SUB-FUNDS “ABN AMRO FUNDS LIONTRUST EUROPEAN SUSTAINABLE EQUITIES” AND “ABN AMRO FUNDS EDENTREE EUROPEAN SUSTAINABLE EQUITIES” OF THE FUND

You are a shareholder of the Fund, for which ABN AMRO Investment Solutions acts as management company (the “**Management Company**”).

The board of directors of the Fund (the “**Board of Directors**”) has decided, by resolutions dated 22 October 2024 to proceed to the merger of “ABN AMRO Funds Liontrust European Sustainable Equities” (the “**Merging Sub-Fund**”), by contribution of all of its assets and liabilities into “ABN AMRO Funds EdenTree European Sustainable Equities ” (the “**Receiving Sub-Fund**”), in accordance with the investment policy of the aforementioned sub-funds of the Fund and with the provisions of Article 32 of the articles of incorporation of the Fund and article 1(20)(a) of the Luxembourg law of 17 December 2010 on undertakings for collective investment (the “**Law of 2010**”), as follows:

ABN AMRO Funds Liontrust European Sustainable Equities			ABN AMRO Funds EdenTree European Sustainable Equities		
ISIN code	Share Class		ISIN code	Share Class	Ratio
LU0849850747	Class A EUR (CAP)	absorbed by	LU1481504865	Class A EUR (CAP)	0.874747037
LU0849850820	Class C EUR (CAP)	absorbed by	LU1481504949	Class C EUR (CAP)	0.858001959
LU1718323147	Class D EUR (CAP)	absorbed by	LU1670606174	Class D EUR (CAP)	0.958124570
LU1329512096	Class F EUR (CAP)	absorbed by	LU1481505086	Class F EUR (CAP)	0.863676698
LU0849851042	Class I EUR (CAP)	absorbed by	LU1670606331	Class I EUR (CAP)	0.942076882
LU1890795757	Class R EUR (CAP)	absorbed by	LU1670606257	Class R EUR (CAP)	1.002558841

The merger between the Merging Sub-Fund and the Receiving Sub-Fund (the “**Merger**”) will become effective on **13 December 2024** (the “**Effective Date**”).

Considering the low performance of the Merging Sub-Fund and its subsequent difficulty in increasing its assets under management, the Board of Directors believes that this Merger is in the best interest of the shareholders of both Merging and Receiving Sub-Funds, as this Merger will marginally increase the

asset base of the Receiving Sub-Fund and at the same time ensure that the assets of the Merging Sub-Fund are managed more efficiently.

The Receiving Sub-Fund mainly has the same investment objective and invests in similar types of instruments as the Merging Sub-Fund. Both, the Merging Sub-Fund and the Receiving Sub-Fund are classified as article 9 as per Regulation (EU) 2019/2088 of the European Parliament and of the Council of 27 November 2019 on sustainability-related disclosures in the financial services sector (“**SFDR**”).

The following table compares the features of and presents the differences (in bold) between the Merging Sub-Fund and the Receiving Sub-Fund as of the date of the Merger. Unless otherwise stated in the below table, only the active classes of shares in scope of the Merger are listed for the Merging Sub-Fund and the Receiving Sub-Fund.

	<u>Merging Sub-Fund</u>	<u>Receiving Sub-Fund</u>
	ABN AMRO Funds Liontrust European Sustainable Equities	ABN AMRO Funds EdenTree European Sustainable Equities
Investment policy	<p>The sub-fund seeks to provide long term capital appreciation with a diversified and actively managed portfolio of European sustainable equities, without any specific restriction on tracking error. The sub-fund uses a combination of financial and non-financial indicators to identify securities which meet the overall sustainability criteria applied by the External Investment Manager. The sub-fund will be composed of issuers which are positively exposed to three long-term sustainable themes such as (i) “better resource efficiency”, (ii) “improved health” and (iii) “greater safety and resilience”, while still providing long term capital appreciation.</p> <p>The environmental sustainable investment objective of the sub-fund is to invest in businesses which support the goal of net zero greenhouse gas emissions by 2050, in line with the External Investment Manager’s Net-Zero Asset Managers Initiative (NZAMI) commitment and the goals of the Paris Agreement. In addition, as part of its social sustainable investment objective, the sub-fund invests in companies contributing positively to social solutions.</p>	<p>The sub-fund provides long term capital appreciation with a diversified and actively managed portfolio of European sustainable equities, without any specific restriction on tracking error. The sub-fund uses a combination of financial and non-financial indicators to identify securities which meet the overall sustainability criteria applied by the External Investment Manager. The sub-fund will be composed by issuers exposed to four long-term sustainable themes such as (i) “Education, (ii) “Health & Wellbeing”, (iii) “Social Infrastructure” and (iv) “Sustainable Solutions”.</p> <p>The sustainable investment objective of the sub-fund is to be aligned with the Paris Agreement, where world governments committed to curbing global temperature rise to below 2°C above pre-industrial levels. In addition, as part of its social sustainable investment objective, the sub-fund invests in companies contributing positively to social solutions.</p>

	<u>Merging Sub-Fund</u>	<u>Receiving Sub-Fund</u>
	ABN AMRO Funds Liontrust European Sustainable Equities	ABN AMRO Funds EdenTree European Sustainable Equities
	<p>The sub-fund invests predominantly in transferable equity securities such as equities, other equity shares such as co-operative shares and participation certificates issued by, or warrants on transferable equity securities of, companies which are domiciled in or exercise the predominant part of their economic activity in Europe.</p> <p>The sub-fund is actively managed through a bottom-up/stock picking process. The team aims to identify long term sustainable themes that will drive companies growth. According to the investment manager, these companies will exhibit strong growth prospects due to their alignment to the themes, excellent management and robust business fundamentals. The outcome portfolio of high quality names, comprises 40 to 60 reasonably priced holdings, however, this could vary depending on market conditions.</p> <p>The minimum asset allocation in such securities on a consolidated basis (direct and indirect investments) will be of 60% of the sub-fund's net assets. The minimum sub-fund's investment in equity securities will be of 75% of the sub-fund's net assets.</p> <p>Investments in debt securities will not exceed 15% of its net assets.</p> <p>The sub-fund may invest up to 20% in bank deposits at sight, including cash held in current accounts with a bank accessible at any time.</p> <p>The sub-fund contributes to environmental and social objectives</p>	<p>The sub-fund invests predominantly in transferable equity securities such as equities, other equity shares such as co-operative shares and participation certificates issued by, or warrants on transferable equity securities of, companies which are domiciled in or exercise the predominant part of their economic activity in Europe.</p> <p>The sub-fund may invest for maximum 10% of its net assets in funds that comply with article 9 of Regulation (EU) 2019/2088 on sustainability related disclosures in the financial services sector and have been selected in accordance with a number of qualitative and quantitative criteria. The qualitative analysis assesses the stability and strength of the investment manager, as well as its investment process and philosophy. The quantitative selection process aims to select only funds with proven risk-adjusted performance.</p> <p>The minimum asset allocation in such securities on a consolidated basis (direct and indirect investments) will be of 60% of the sub-fund's net assets. Moreover, the minimum sub-fund's investment in equity securities will be of 75% of the sub-fund's net assets.</p> <p>Investments in debt securities will not exceed 15% of its net assets.</p> <p>The sub-fund may invest up to 20% in bank deposits at sight, including cash held in current accounts with a bank accessible at any time.</p> <p>The sub-fund contributes to environmental and social objectives and qualifies as an investment</p>

	<u>Merging Sub-Fund</u>	<u>Receiving Sub-Fund</u>
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	<p>and qualifies as an investment product in accordance with article 9 of Regulation (EU) 2019/2088 on sustainability related disclosures in the financial services sector.</p> <p>The extra-financial process covers 100% of the portfolio (cash and derivatives are not covered by the ESG analysis). The investible universe is reduced by at least 20% after implementation of the sustainability filters.</p> <p>As part of the Management Company's Sustainable Investment Policy the sub-fund complies with the sets of exclusions applying to article 9 investment product. The External Investment Manager may implement other exclusions as well. In that respect, the External portfolio manager will not invest in companies that have a strategic involvement in nuclear.</p>	<p>product in accordance with article 9 of Regulation (EU) 2019/2088 on sustainability related disclosures in the financial services sector.</p> <p>The ESG analysis covers 100% of the portfolio. After reviewing the investment universe, at least 20% of companies are excluded based on SRI Criteria.</p> <p>As part of the Management Company's Sustainable Investment Policy the sub-fund complies with the sets of exclusions applying to article 9 investment product. Moreover, External Investment Manager ethical screens are also implemented. The combination of both exclusions sets remove, on an "absence of harm" basis areas of the market that cause social or environmental damages (e.g. tobacco, weapons, gambling).</p>
Reference portfolio	MSCI Europe TR Net	MSCI Europe TR Net
Reference currency of the Sub-Fund	EUR	EUR
Classes of Shares	Class A EUR (CAP) (LU0849850747) Class C EUR (CAP) (LU0849850820) Class D EUR (CAP) (LU1718323147) Class F EUR (CAP) (LU1329512096) Class I EUR (CAP) (LU0849851042) Class R EUR (CAP) (LU1890795757)	Class A EUR (CAP) (LU1481504865) Class C EUR (CAP) (LU1481504949) Class D EUR (CAP) (LU1670606174) Class F EUR (CAP) (LU1481505086) Class I EUR (CAP) (LU1670606331) Class R EUR (CAP) (LU1670606257)
SRI	Class A EUR (CAP): 4 Class C EUR (CAP): 4 Class D EUR (CAP): 4 Class F EUR (CAP): 4 Class I EUR (CAP): 4 Class R EUR (CAP): 4	Class A EUR (CAP): 4 Class C EUR (CAP): 4 Class D EUR (CAP): 4 Class F EUR (CAP): 4 Class I EUR (CAP): 4 Class R EUR (CAP): 4

	<u>Merging Sub-Fund</u>	<u>Receiving Sub-Fund</u>
	ABN AMRO Funds Liontrust European Sustainable Equities	ABN AMRO Funds EdenTree European Sustainable Equities
Max. Subscription Fee	Class A EUR (CAP): 5% Class C EUR (CAP): 5% Class D EUR (CAP): 5% Class F EUR (CAP): 5% Class I EUR (CAP): - Class R EUR (CAP): 5%	Class A EUR (CAP): 5% Class C EUR (CAP): 5% Class D EUR (CAP): 5% Class F EUR (CAP): 5% Class I EUR (CAP): - Class R EUR (CAP): 5%
Max. Redemption Fee	Class A EUR (CAP): 1% Class C EUR (CAP): 1% Class D EUR (CAP): 1% Class F EUR (CAP): 1% Class I EUR (CAP): - Class R EUR (CAP): 1%	Class A EUR (CAP): 1% Class C EUR (CAP): 1% Class D EUR (CAP): 1% Class F EUR (CAP): 1% Class I EUR (CAP): - Class R EUR (CAP): 1%
Max. Conversion Fee	Class A EUR (CAP): 1% Class C EUR (CAP): 1% Class D EUR (CAP): 1% Class F EUR (CAP): 1% Class I EUR (CAP): - Class R EUR (CAP): 1%	Class A EUR (CAP): 1% Class C EUR (CAP): 1% Class D EUR (CAP): 1% Class F EUR (CAP): 1% Class I EUR (CAP): - Class R EUR (CAP): 1%
Max. Management Fee	Class A EUR (CAP): 1.50% Class C EUR (CAP): 0.85% Class D EUR (CAP): 0.85% Class F EUR (CAP): 0.85% Class I EUR (CAP): 0.75% Class R EUR (CAP): 0.85%	Class A EUR (CAP): 1.50% Class C EUR (CAP): 0.85% Class D EUR (CAP): 0.85% Class F EUR (CAP): 0.85% Class I EUR (CAP): 0.75% Class R EUR (CAP): 0.85%
Max. Other fees	Class A EUR (CAP): 0.18% Class C EUR (CAP): 0.18% Class D EUR (CAP): 0.18% Class F EUR (CAP): 0.18% Class I EUR (CAP): 0.15% Class R EUR (CAP): 0.18%	Class A EUR (CAP): 0.18% Class C EUR (CAP): 0.18% Class D EUR (CAP): 0.18% Class F EUR (CAP): 0.18% Class I EUR (CAP): 0.15% Class R EUR (CAP): 0.18%
On-going charges figures	Class A EUR (CAP): 1.69% Class C EUR (CAP): 0.90% Class D EUR (CAP): 0.94% Class F EUR (CAP): 0.90% Class I EUR (CAP): 0.90% Class R EUR (CAP): 0.94%	Class A EUR (CAP): 1.69% Class C EUR (CAP): 0.81% Class D EUR (CAP): 0.94% Class F EUR (CAP): 0.90% Class I EUR (CAP): 0.90% Class R EUR (CAP): 0.93%
Centralisation of orders	10:00 CET on the NAV Valuation Day (D)	10:00 CET on the NAV Valuation Day (D)

	<u>Merging Sub-Fund</u>	<u>Receiving Sub-Fund</u>
	ABN AMRO Funds Liontrust European Sustainable Equities	ABN AMRO Funds EdenTree European Sustainable Equities
Investment manager	Liontrust Investment Partners LLP	EdenTree Investment Management Limited.

All features of the Receiving Sub-Fund will remain identical after the Effective Date and there will be no material impact of this Merger on the shareholders of the Receiving Sub-Fund. However, as in any merger operation, possible dilution in performance may arise. Furthermore, the Merger shall not affect the management of the Receiving Sub-Fund's portfolio.

Assets which will be held by the Merging Sub-Fund at the time of the Merger will comply with the investment objective and policy of the Receiving Sub-Fund; in this context, the portfolios of the Merging Sub-Fund and Receiving Sub-Fund may be rebalanced before and/or after the Merger, to ease the Merger process where appropriate.

All costs related to the above Merger, including rebalancing fees, will be borne by the Management Company.

Shareholders are recommended to seek full information in their country of origin, place of residence or domicile on the possible tax consequences associated with the Merger.

On **13 December 2024**, the Receiving Sub-Fund will allocate to each shareholder in the Merging Sub-Fund a total number of shares of the same class, rounded to the nearest hundredth of a share. This total number of shares shall be calculated by multiplying the number of shares each shareholder holds in the Merging Sub-Fund by the exchange ratio, as described hereafter. The shareholders of the Merging Sub-Fund will therefore be able to exercise their shareholder rights in the Receiving Sub-Fund as from **13 December 2024**.

The exchange ratio will be calculated on **13 December 2024** by dividing the net asset value per share of the relevant class in the Merging Sub-Fund calculated on **13 December 2024** by the net asset value per share of the same class in the Receiving Sub-Fund calculated on the same day, based on the valuation of the underlying assets having taken place on **12 December 2024**.

The accrued income in the Merging Sub-Fund will be transferred in the Receiving Sub-Fund. All share-classes will be treated equally. Any additional costs that may arise in that process will be borne by the Management Company to preserve the initially accumulated amounts.

Subscriptions in and/or conversions into the Merging Sub-Fund will not be accepted as from **9 December 2024** at 10:00 am (Luxembourg time). The Merger will have no impact on subscriptions, conversions and redemptions made in the Receiving Sub-Fund.

PricewaterhouseCoopers, Société coopérative has been appointed by the Board of Directors of the Fund as the independent auditor in charge of preparing a report validating the conditions foreseen in Article 71 (1), items a) to c) of the Law of 2010 for the purpose of this Merger.

Rights of the shareholders

The shareholders of the Merging Sub-Fund will therefore be able to exercise their shareholder rights in the Receiving Sub-Fund as from **13 December 2024**.

As from **6 November 2024** at 10:00 am (Luxembourg time), shareholders of the Merging Sub-Fund who do not approve of the Merger will have the possibility to redeem or convert their shares free of charge until **6 December 2024** at 10:00 am (Luxembourg time). Investors wishing to subscribe or

convert to shares of the Merging Sub-Fund during this period will be notified of the Merger by way of a notice.

Redemption or conversion requests shall be addressed to the Fund's Transfer Agent (State Street Bank International GmbH, Luxembourg Branch).

In order to facilitate the completion of the merger, the Merging Sub-Fund will suspend the issuance, the conversion and the redemption of the shares from **9 December 2024** at 10:00 am (Luxembourg time).

The following documents are made available free of charge to the shareholders at the registered office of the Fund and at the local distributor branches:

- the common terms of Merger;
- the latest version of the Prospectus;
- the latest version of the Key Information Documents (the "**KIDs**") of the Receiving Sub-Fund;
- the latest audited financial statements of the Fund;
- the report prepared by the independent auditor appointed by the Fund to validate the conditions foreseen in Article 71 (1), items (a) to (c) of the Law of 2010 in relation to the Merger;
- the certificate related to the Merger issued by the depositary of the Fund in compliance with Article 70 of the Law of 2010.

The shareholders also have the right to obtain additional information on the said Merger upon request at the registered office of the Fund.

The shareholders of the Merging Sub-Fund should read the KID of the absorbing share categories of the Receiving Sub-Fund carefully and pay particular attention to the investment policy, the SRI level, the past performances and the charges in order to make an informed decision.

Luxembourg, 18 December 2024

The Board of Directors

Representative

The representative in Switzerland is CACEIS (Switzerland) SA, Route de Signy 35, CH-1260 Nyon, Switzerland (the "Swiss Representative").

Paying agent

The paying agent in Switzerland is CACEIS Bank, Montrouge, Nyon / Switzerland branch, Route de Signy 35, 1260 Nyon, Switzerland (the "Swiss Paying Agent").

Place of distribution of important documents

The prospectus and key investor information documents, the articles of association as well as the annual and semi-annual reports may be obtained free of charge from the representative.