



**EDMOND  
DE ROTHSCHILD**

# EDMOND DE ROTHSCHILD REAL ESTATE SICAV

## **EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

Geneva, 18 September 2024

WE ARE PLEASED TO INFORM YOU THAT THE SHAREHOLDERS  
OF EDMOND DE ROTHSCHILD REAL ESTATE SICAV ARE CONVENED  
TO THE EXTRAORDINARY GENERAL MEETING

On **9 October 2024**, at 11:00 a.m.

AT THE REGISTERED OFFICE OF EDMOND DE ROTHSCHILD (SUISSE) S.A.  
18, RUE DE HESSE - 1204 GENEVA

The agenda of this Meeting is appended hereto.

If you intend to participate in person or by proxy, we will send you an admission card. The name you give us will be included in the list of participants in the Meeting.

In order to obtain said admission card, please ask your bank to return the attached form duly completed and signed by 2 October 2024 at noon at the latest. No card will be issued after this date.

**Edmond de Rothschild  
Real Estate SICAV**

**The Board of Directors**



**COMMUNICATION TO SHAREHOLDERS**

**EDMOND DE ROTHSCHILD  
REAL ESTATE SICAV**

Open-ended investment company with variable capital (SICAV) incorporated under Swiss law  
as a “real estate fund”

**NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

The shareholders of the SICAV are hereby invited to take part in the extraordinary general meeting (the “**EGM**”) of Edmond de Rothschild Real Estate SICAV, to be held on 9 October 2024, at 11:00 a.m., at the registered office of Edmond de Rothschild Real Estate SICAV, Rue de Hesse 18, CH - 1204 Geneva.

**I. AGENDA AND PROPOSALS OF THE BOARD OF DIRECTORS**

**1. Change of fund management company**

The Board of Directors informs the shareholders of the Sub-funds of the SICAV of its decision to change the fund management company. Solutions & Funds SA will replace CACEIS (Switzerland) SA, in principle with effect from 1 January 2025, subject to the approval of the Swiss Financial Market Supervisory Authority, FINMA.

The Board of Directors proposes to the General Meeting to amend the Investment Rules of the SICAV with regard to the change in fund management company as follows (in italics and underlined):

§1 Company name and registered office of the company, depositary bank, the fund's management company and investment manager

(...)

4. The Real Estate SICAV delegates the administration, including the distribution and investment decisions as well as other additional tasks to the fund management company *Solutions & Funds SA, Promenade de Castellane 4, 1110 Morges* ~~CACEIS (Switzerland) SA, Route de Signy 35, 1260 Nyon.~~

(...)

## **2. Change of statutory auditor**

The Board of Directors proposes that the General Meeting, as a result of the change of fund management company (cf. art. 126 CISA), elect PricewaterhouseCoopers SA, Geneva, as the new auditor to replace KPMG SA (cf. art. 32 of the SICAV's Articles of Association), with effect from the effective date of the change in fund management company, in principle on 1 January 2025, subject to the approval of the Swiss Financial Market Supervisory Authority, FINMA.

## **II. ORGANISATIONAL STRUCTURE**

### **1. Voting rights at the EGM**

Each shareholder with voting rights may 1) personally represent their shares at the EGM, 2) have them represented by another shareholder or 3) have them represented by a third party, who does not necessarily have to be a shareholder.

In addition, shareholders also have the possibility to vote on the items on the agenda through an independent representative, **Maître Laure Héritier**, Avenue du Général Guisan 64, P.O. box 1335 - CH-1001 Lausanne-Pully, appointed by the Board of Directors for the EGM.

Shareholders who are legal entities wishing to personally represent their shares must be represented at the EGM by one or two duly authorised signatories proving their authority(ies) by a certified extract from the current trade register or similar official document.

**The shareholders (“the shareholders”) of the investor sub-fund Edmond de Rothschild Real Estate SICAV – Swiss, the investor sub-fund Edmond de Rothschild Real Estate SICAV – Commercial Income and the entrepreneur sub-fund Edmond de Rothschild Real Estate SICAV – Entrepreneur Sub-Fund** may thus personally participate in the EGM, be represented by another shareholder, be represented by a third party or be represented by the independent representative, by following the procedure below:

Shareholders ask their bank to complete and sign the bank form attached to this notice, thereby confirming they hold their shares with a banking institution and that these shares are blocked up to and including the date of the EGM. With this bank form, they can request their admission card for the EM **until noon on 2 October 2024** from the fund management company, directly by e-mail: [LEGAL\\_CH@caceis.com](mailto:LEGAL_CH@caceis.com) or at the address indicated below.

If the shareholder wishes to be represented by the independent representative, they shall send the fund management company, at the same time as the bank form, directly by email or to the address indicated below, the proxy in favour of the independent representative including their voting instructions, duly completed and signed, according to the template attached to this notice of meeting.



**The admission card and the proxy, including the voting instructions, duly completed and signed, must be sent by e-mail or post to the independent representative (Maître Laure Héritier, Avenue du Général Guisan 64, P.O. box 1335 - CH-1001 Lausanne-Pully, lh@sj.ch), and received by the latter by 5p.m. on 4 October 2024 at the latest.**

The independent representative will vote according to the instructions of the shareholders, provided that he/she has received the admission card and the proxy including the voting instructions signed by 5p.m. on 4 October 2024 at the latest.

Representatives of shareholders must identify themselves before the start of the EGM by means of the original signed admission card and proxy with voting instructions.

Holders of registered shares in the entrepreneur sub-fund entered in the register of shareholders on **9 October 2024** will receive an admission card in their favour and the proxy with voting instructions if necessary.

The chair of the EGM decides on the admission of a representative.

## **2. Documents**

The prospectus with the investment rules and articles of association can be consulted by shareholders 20 days before the EGM at the registered office of Edmond de Rothschild Real Estate SICAV, Rue de Hesse 18, CH - 1204 Geneva, as well as from the fund management company of Edmond de Rothschild Real Estate SICAV, CACEIS (Switzerland) SA, at the address indicated below.

Each shareholder may request that a copy of this document be sent to them by ordinary post.

## **III. ADDRESS OF THE FUND MANAGEMENT COMPANY**

CACEIS (Switzerland) SA

Route de Signy 35

CH-1260 Nyon

If you have any questions, please contact LEGAL\_CH@caceis.com.

Geneva, on 18 September 2024

**Edmond de Rothschild Real Estate SICAV**

**The Board of Directors**



**CACEIS (Switzerland) SA**

To the Legal Department

By e-mail: LEGAL\_CH@caceis.com

or

By post: Route de Signy 35, 1260 Nyon,  
Switzerland

Tel.: +41 58 261 94 56

**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

**of 9 October 2024**

**Bank Form**

We confirm that we have in deposit:

\_\_\_\_\_ Edmond de Rothschild Real Estate SICAV- Swiss bearer shares (Security no.:  
12423800)

\_\_\_\_\_ Edmond de Rothschild Real Estate SICAV- Commercial Income bearer shares  
(Security no.: 133287081)

We also confirm that the shares will remain blocked until the end of the General Meeting.

Please issue and send an admission card to the following name and address:

Surname, \_\_\_\_\_ First \_\_\_\_\_ name:

\_\_\_\_\_

Address: \_\_\_\_\_

E-mail: \_\_\_\_\_

the shareholder wishes to attend the general meeting in person

please send the admission card to the shareholder by registered mail to the above  
address

please provide the admission card to the shareholder on site before the start of the  
Meeting

the shareholder wishes to be represented by the independent representative

the shareholder wishes to be represented by a third party:



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DE ROTHSCHILD

Surname, first name, address and e-mail of the third party:

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To this end, I/we authorise you to include this name in the list of persons present at the Meeting.

Date:

Signature:

*The data contained in this certificate will be processed by CACEIS (Switzerland) SA and the entities of the CACEIS group if necessary to meet the legal requirements incumbent upon it, in accordance with the Federal Data Protection Act.*

*CACEIS (Switzerland) SA undertakes to process in a strictly confidential manner all information communicated to it, provided that said information does not fall into the public domain and subject to a request from an authority pursuant to the law. CACEIS (Switzerland) SA confirms that it has taken and maintains all appropriate technical and organisational measures to protect the personal data contained in this certificate.*

*The undersigned authorises the transfer of data contained in this certificate to other CACEIS group entities in Switzerland and abroad and their processing, if needed. The undersigned understands and agrees that personal data transferred outside Switzerland will no longer be protected by Swiss law, but will be subject to the local data protection and confidentiality laws of the foreign jurisdiction and may therefore be subject to disclosure in accordance with applicable foreign laws and regulations.*



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PROXY

I/we, the undersigned, hereby grant full powers to:

**Maître Laure Héritier, Avenue du Général Guisan 64, P.O. box 1335 - CH-1001 Lausanne-Pully**  
to represent me/us at the Extraordinary General Meeting of Shareholders of **Edmond de Rothschild Real Estate SICAV on 9 October 2024.**

**Proposals:**

1. Amendments to the investment rules regarding the change of fund management company yes/no
2. Change of statutory auditor yes/no

Place and date      Signature(s)