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REMUNERATION POLICY

PURE CAPITAL S.A.

Pure Capital S.A.

2 rue d'Arlon, L-8399 Windhof (Luxembourg)

I. INTRODUCTION

This compensation policy (hereafter referred to as '*the Policy*') covers fixed and variable components and discretionary pension benefits. It covers categories of staff, including general management, risk-takers, persons exercising a supervisory function, and any employee who, in view of his total compensation, is in the same salary bracket as the general management and risk-takers whose professional activities have a material impact on the risk profiles of the Pure Capital S.A. (hereafter referred to as *'the Company'*) or the investment funds it manages.

This procedure is applicable on an individual and consolidated basis.

These provisions do not apply to fees and commissions collected by intermediaries and external service providers in the event of subcontracting.

This procedure applies however to the delegatees (investment manager for example). The Company will make sure that the rules are not circumvented. The Company will verify that the delegatee is subject to similar rules in terms of remuneration, or, will put in place a contract guaranteeing that these rules are respected.

In view of the size of the company, as well as the uncomplicated nature of its business, the company reserves the right to invoke the principle of proportionality and thus not to apply the principles of retention and time deferral of variable remuneration.

Similarly, in the case of fixed remuneration, this procedure does not apply.

II. LEGAL BACKGROUND

The Company has aligned this Policy in accordance with:

- The directive 2014/91/UE
- The CSSF Circular 10/437
- The CSSF Circular 18/698
- The Law of 12 July 2013 on alternative investment fund managers
- The Law of 17 December 2010 relating to undertakings for collective investment
- The guidelines of the European Securities and Markets Authority ESMA/2016/579

III. GENERALITIES

The Company establishes, implements and maintains a compensation policy that is consistent with sound and effective risk management, which promotes such management, and does not encourage risk taking that is inconsistent with risk profiles. regulations or the constitutive documents of the investment

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funds that it manages and that do not affect the Company's obligation to act in the best interests of the investment fund.

The remuneration policy is aligned with the Company's economic strategy, objectives, values and interests, funds and investors and includes measures to avoid conflicts of interest.

IV. STRUCTURE OF THE REMUNERATION POLICY

When the remuneration includes a variable component or a bonus, based on performance criteria, the remuneration policy is structured to strike the right balance between fixed and variable components.

This fair balance of compensation components may vary depending on the employee involved, the market conditions and the specific context in which the Company operates.

An appropriate balance is established between the fixed and variable components of total compensation. The fixed component represents a sufficiently large fraction of total compensation and allows the Company to pursue a completely flexible bonus policy, including the possibility of not paying any variable component. In particular, the Company is able to partially or fully retain premiums when the performance criteria have not been met by the employee concerned, the relevant operational department or the Company as a whole. The variable compensation, including the deferred portion, is paid or acquired only if it is compatible with the financial situation of the Company as a whole (situation affecting the sustainability of the Company) and if it is justified by the performance of the operational unit, the investment fund and the concerned employee.

The total amount of variable compensation will be considerably reduced when the Company or the fund in question shows a poor or negative financial performance, taking into account both current remuneration and reductions in the amounts previously acquired, including recovery.

Depending on the legal structure of the investment funds managed by the Company, their by-laws or their respective constitutive documents, a significant proportion, and in any case not less than 50% of the total variable component of the remuneration, consists of units of the investment funds concerned, in an equivalent holding, or in equities-related instruments or equivalent non-cash instruments with incentives as effective as the instruments referred to in that paragraph, unless the management of funds represents less than 50% of the total portfolio managed by the Company, in which case the 50% minimum threshold does not apply. The instruments referred to in the previous paragraph are subject to an appropriate retention policy aimed at aligning the incentives with the interests of the Company and the investment funds it manages and those of the investors of these investment funds. This point applies both to the portion of the variable component of deferred compensation and to the portion of variable compensation not carried forward.

A substantial portion, and in any case not less than 40%, of the variable component of the remuneration is deferred for an appropriate period, taking into account the recommended holding period for

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investors of the relevant investment fund; this share is equitably proportionate to the nature of the risks associated with the investment fund in question.

The target period is at least three years; the remuneration due under deferral devices is acquired at most pro rata. If the variable component of compensation is a particularly high amount, the payment of at least 60% is deferred.

Payments related to the early termination of a contract correspond to performance achieved over time and are designed so as not to reward failure.

Guaranteed variable compensation is exceptional, only applies in the context of hiring a new staff member and is limited to the first year of employment.

The pension policy is consistent with the Company's long-term economic strategy, objectives, values and interests and the investment funds it manages. If the employee leaves the Company prior to retirement, the discretionary pension benefits are retained by the Company for a period of five years. In the case of an employee who reaches retirement age, the discretionary pension benefits are paid to the employee, subject to a retention period of five years.

The Board of Directors of the Company has the power to require employees to reimburse all or part of the bonuses granted for performance recognized on the basis of data that subsequently proved to be fraudulent.

The Company periodically updates the structure of its compensation policy to ensure that it is adapted to its evolution.

V. PERFORMANCE MEASUREMENTS

When the remuneration varies according to performance, its total amount is established by combining the evaluation of the performance of the employee and the operational department concerned and with regard to their risks with that of the overall results of the Company when evaluating individual performance, taking into account financial and non-financial criteria.

The purpose of the compensation policy is to align employees' personal goals with the long-term interests of the Company. The Company considers the components of long-term performance-related compensation in the valuation and takes into account the ongoing risks associated with it.

The performance appraisal is part of a multi-year framework adapted to the recommended holding period for investors of the investment fund(s) managed by the Company, to ensure that it focuses on long-term performance of the investment fund(s) and that the actual payment of the performance-based components of the remuneration is spread over the same period.

Performance measurement, when it is used as a basis for calculating the variable components of individual or collective remuneration, includes an overall adjustment mechanism that incorporates all

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types of present and future risks associated with the underlying performance and takes into account the cost capital employed and required liquidity.

In determining individual performance, the Company considers other criteria such as compliance with internal rules and procedures, compliance with the Company's systems and control mechanisms and compliance with standards governing customer relations and investors.

VI. GOVERNANCE

The remuneration policy provides for measures to avoid conflicts of interest. The Company's procedures for determining compensation are clear, documented and internally transparent.

The Board of Directors sets the remuneration of the members of the Company's administrative and management bodies. It establishes the general principles governing the Company's remuneration policy and ensures that it is implemented. In determining this policy, the Board of Directors considers all elements relating to the Company's strategy, risk-taking strategy, nature, scale and complexity of the Company's activities.

It ensures at regular intervals, in compliance with its supervisory role, that the Company has an adequate policy and procedures in this area.

The board of directors may, if it deems it necessary, be assisted by a compensation committee composed of directors other than those participating in the day-to-day management of the Company or representing the employees.

The control functions (risk management, internal control, compliance function) and the human resources department take part in the development of the remuneration policy. External experts can be involved.

The compensation of the senior managers in charge of the risk management and compliance functions is directly supervised by the Board of Directors and, where appropriate, by the Compensation Committee.

The members of the Board of Directors in charge of the compensation policy and, where applicable, the members of the Remuneration Committee and the employees involved in the development and implementation of the remuneration policy have the necessary expertise and are functionally distinct from the operational departments audited. They are thus able to form an independent judgment as to the adequacy of the remuneration policy, including its repercussions in terms of risk and risk management.

The management of the Company is responsible for implementing the compensation policy. It defines the procedures that it submits for the approval of the board of directors.

The implementation of this remuneration policy is subject, at least once a year, to an internal, centralized and independent review by the control functions, to verify compliance with the policies and

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procedures defined by the Board of Directors. The control functions report the results of this review to the board of directors. A copy of the report is available to the CSSF.

Employees are required to make a commitment not to use personal hedging strategies or compensation or liability insurance to counteract the impact of risk alignment embodied in their compensation arrangements.

Variable compensation is not paid through instruments or methods that facilitate the circumvention of the requirements set out in the remuneration policy.

Employees participating in control procedures are independent of the operational departments they control, have an adequate degree of authority and are remunerated in relation to the achievement of the objectives associated with their functions, regardless of the performance of the controlled operating segments.

The remuneration policy and procedures as well as any changes thereto are brought to the notice of the personnel concerned by the Management. Employees have access to the general principles concerning remuneration policy. They are informed in advance of the criteria used to determine their remuneration and the evaluation procedure.

The Company ensures that the valuation procedure and the remuneration policy are documented and transparent to the employees concerned.

VII. DISCLOSURE

All relevant information concerning the remuneration policy, its update in the event of modification, is disclosed by the Company in a clear and easily understandable manner for the employees concerned. The Company will choose the method of disclosure that it deems most appropriate (independent statement regarding the compensation policy, periodic publication in the annual financial statements or other).

The Company sets out the following information:

a) the decision-making process followed to define the remuneration policy, including, where appropriate, information on the composition and terms of reference of the remuneration committee, the names of the external consultants whose services were used to define the compensation policy and the role of relevant stakeholders;
b) the link between remuneration and performance;
c) the criteria used to measure performance and risk taking;
d) performance criteria giving rise to the allocation of variable components of remuneration;
e) the main parameters and justification of the annual bonus formulas and non-cash benefits.

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VIII. OVERSIGHT

The adoption of a good remuneration policy is considered by the Company as an element of internal governance. As such, its evaluation is an integral part of the prudential supervision process.

The Company Auditor reports to the Board of Directors the material weaknesses noted during the review of the implementation of the remuneration policy. The report prepared by the company auditor contains an assessment of the rules put in place.

The Board of Directors of the Company

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