

# Prospectus

The shares or units of the UCITS mentioned below (“the Fund”) have not been registered under the US Securities Act of 1933 and may not be offered or sold directly or indirectly in the United States of America (including its territories and possessions), to US persons, as defined in Regulation S (“US persons”).

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## 1. General characteristics

**Name:**

**GROUPAMA EURO CONVERTIBLE**

**Legal form and Member State of constitution of the UCITS:**

FCP under French law.

**Creation date and intended duration:**

**29 February 1996**

This UCITS was initially created for a duration of 99 years.

**Summary of the management offer:**

Units	ISIN code	Subscribers concerned	Allocation of distributable amounts	Base currency	Minimum initial subscription amount	Original net asset value
GA unit (2)	FR0010890400	Reserved for Groupama Assurances Mutuelles companies, subsidiaries and regional funds.	Accumulation and/or distribution and/or carry-forward	Euro	€300,000	€10,000
GMAA unit	FR001400DHX0	Reserved for Groupama Assurances Mutuelles companies, subsidiaries and regional funds.	Accumulation and/or distribution and/or carry-forward	Euro	€500,000	€20,000
IC unit (3)	FR0010758755	Reserved for institutional investors	Accumulation	Euro	1,000th unit	€100
NC unit:	FR0010301317	Open to all subscribers	Accumulation	Euro	€500	€500
OAC Units	FR001400K240	Reserved for UCIs and mandates managed by Groupama Asset Management or its subsidiaries and belonging to the Oxygène range	Accumulation	Euro	1,000th unit	€10,000
OSC unit (2)	FR0010890426	Reserved for UCIs and mandates managed by Groupama Asset Management or its subsidiaries and belonging to the Opale range	Accumulation	Euro	1,000th unit	€10,000
PC unit	FR001400FW19	Reserved for institutional investors	Accumulation	Euro	1,000th unit	€100
RC unit	FR0013286663	Reserved for investors subscribing via distributors or intermediaries providing an advisory service within the meaning of European MiFID II regulations, individual portfolio management under mandate and when they are exclusively remunerated by their clients	Accumulation	Euro	1,000th unit	€500
RD unit	FR0013356490	Reserved for investors subscribing via distributors or intermediaries providing an advisory service within the meaning of European MiFID II regulations, individual portfolio management under mandate and when they are exclusively remunerated by their clients	Distribution and/or carry-forward	Euro	1,000th unit	€500
ZC unit (2)	FR0010301283	Reserved for Institutional Investors, including insurance companies marketing life insurance contracts	Accumulation	Euro	1,000th unit	€1,000
ZD unit (1) (2)	FR0010213348	Reserved for Institutional Investors, including insurance companies marketing life insurance contracts	Distribution and/or carry-forward	Euro	1,000th unit	€1,524.49

(1) includes all unit holders who subscribed to the FCP before the creation of the unit classes.

(2) includes all subscriptions made before 19/04/2017.

(3) includes all subscriptions made before 13/11/2017.

As of 24/06/2024, the names of the shares will change:

- G will become GA
- GMA will become GMAA
- M will become IC
- N will become NC
- OA will become OAC
- OS will become OSC
- P will become PC
- IC will become ZC
- ID will become ZD

**Details of where to obtain the FCP regulations, the latest annual report, and the latest periodic statement if not attached:**

The latest annual documents, as well as the composition of assets, are sent within eight business days upon written request from the unit holder to:

Groupama Asset Management, 25, rue de la Ville l'Évêque - 75008 Paris - France.

These documents are also available on the [www.groupama-am.com](http://www.groupama-am.com) website.

**Contact:**

- For legal entities: Groupama Asset Management Development Department (Commercial secretariat: 01 44 56 76 76).

- For individuals: your distributor (Groupama Assurances Mutuelles distribution networks; external distributors approved by Groupama Asset Management).

Any additional information can be obtained if necessary from the Development Department of Groupama Asset Management (Commercial Secretariat: 01 44 56 76 76).

## 2. Participants

### Management Company

Groupama Asset Management (Société Anonyme), 25, rue de la Ville l'Évêque - 75008 Paris - France, Management Company authorised by the Commission des opérations de bourse (now the Autorité des marchés financiers) under number GP 93-02 on 5 January 1993.

### Policy on managing conflicts of interest:

To identify, prevent, manage and monitor conflicts of interest that may arise from delegations, the Management Company has implemented a conflict-of-interest management policy, which is available from your usual contact or on the Management Company's website: [www.groupama-am.com](http://www.groupama-am.com).

### Depositary - Custodian

**CACEIS BANK**, société anonyme, a credit institution authorised by the CECEI (now the ACPR) on 1 April 2005, whose registered office is at 89-91 rue Gabriel Péri – 92120 Montrouge - France.

The duties of the Depositary cover the tasks, as defined by the applicable regulations, of safekeeping the assets, checking the regularity of the decisions of the Management Company and monitoring the cash flows of the UCIs.

The depositary is independent of the Management Company.

A description of the custody functions delegated, a list of CACEIS Bank's delegates and sub-delegates and information on conflicts of interest that may arise from these delegations are available on the CACEIS website: [www.caceis.com](http://www.caceis.com).

Updated information is available to investors.

### Centralising agent for subscriptions/redemptions:

- **Groupama Asset Management** for units to be registered or held in pure registered form.

Once these orders have been collected, Groupama Asset Management will send them to CACEIS Bank in its capacity as affiliate of Euroclear France.

- By delegation of the Management Company, **CACEIS Bank**, for units to be registered or registered in bearer or administered registered form.

### Establishment designated to receive subscriptions and redemptions, and responsible for ensuring compliance with the centralisation cut-off time indicated in the prospectus, by delegation from the management

CACEIS BANK

### Liabilities maintenance:

**CACEIS Bank** is responsible for maintaining the UCI's liabilities, which includes centralising subscription and redemption orders for UCI units and processing these orders in conjunction with Euroclear France, with which the UCI is admitted, as well as maintaining the issue account for UCI units to be registered or recorded in bearer or administered registered form.

### Statutory Auditor

PricewaterhouseCoopers Audit, 63 rue de Villiers – 92200 Neuilly-sur-Seine - France.

### Accounting delegate:

CACEIS FUND ADMINISTRATION 89-91 rue Gabriel Péri - 92120 Montrouge - France, a credit institution authorised by the CECEI (now the ACPR - Autorité de Contrôle Prudentiel et de Résolution) on 1 April 2005.

## 3. Operating and management procedures

### 3.1 General characteristics

#### Unit characteristics:

##### Nature of the rights attached to the unit category:

Each unit holder has a co-ownership right to the assets of the UCITS proportional to the number of units held.

Entry in a register or details of how liabilities are maintained:

Liabilities are maintained by the depositary.

Units are administered by Euroclear France.

Voting rights:

There are no voting rights attached to units, as decisions are taken by the Management Company.

Form of units:

Units are held in registered and/or bearer form.

Decimalisation:

Subscriptions and redemptions may be made in amounts and/or in ten-thousandths of a unit for units ZC, ZD, NC and PC.

Subscriptions and redemptions may be made in amounts and/or in one-thousandths of a unit for units IC, GA, GMAA, OAC, OSC, RC and RD.

**Closing date:**

Last day of trading on the Paris stock exchange in March.

The first financial year ended on the last trading day of March 1997.

**Tax system:**

The UCITS is not subject to corporate tax. Under the transparency principle, the tax authorities consider that the unit holder directly owns a fraction of the financial instruments and cash held in the UCITS.

The tax treatment of any capital gains and income linked to the holding of units in the UCITS depends on the tax provisions applicable to the investor's particular situation and/or the jurisdiction from which the investor invests his funds. We advise you to seek advice from your local council.

Under French tax rules, switching from one unit category to another is treated as a sale that may be subject to capital gains tax.

**3.2 Specific provisions**

**ISIN Codes:**

GA unit: : FR0010890400

GMAA unit : FR001400DHX0

IC unit: : FR0010758755

NC unit: : FR0010301317

OAC Units : FR001400K240

OSC unit : FR0010890426

PC unit : FR001400FW19

RC unit : FR0013286663

RD unit : FR0013356490

ZC unit : FR0010301283

ZD unit : FR0010213348

**SFDR Classification:**

This UCITS is a financial product promoting environmental or social characteristics, or a combination of these characteristics, in accordance with Article 8 of the SFDR.

**Investment in UCIs:** up to 10% of its net assets.

**Management Objective:**

The management objective is to seek to outperform its benchmark, the FTSE Eurozone Euro only currency (closing price - coupons reinvested), over the recommended investment horizon of more than 3 years. To this end, the manager may intervene, by means of active and discretionary management, mainly on Eurozone convertible bonds whose underlyings meet ESG (Environmental, Social and Governance) characteristics.

**Benchmark:**

The benchmark is the FTSE Eurozone EUR only currency (closing price – coupons reinvested).

The FTSE Eurozone EUR only Currency Index is an index comprising the leading convertible bonds in the Eurozone, denominated in euros. The underlying securities of the convertibles in this index are primarily listed in an EMU country. This index is denominated in euros, calculated at closing prices, with coupons reinvested. It is available from the main market index information providers.

This index is only a benchmark. No mechanism aimed at maintaining any level of correlation with the benchmark index is deployed within the implemented management strategy. Nevertheless, the behavioural profile of the portfolio and that of the index may be comparable in certain market configurations.

The administrator FTSE International Limited ("the Administrator") of the benchmark FTSE Eurozone EUR only Currency has until 31 December 2025 to apply for authorisation for the register of administrators and indices maintained by ESMA in accordance with Article 36 of Regulation (EU) 2016/1011 of the European Parliament and of the Council of 8 June 2016. As of the publication date of this prospectus, the administrator has not yet obtained approval and is therefore not yet listed in the ESMA register.

The Administrator provides public information regarding its indices on its website: <https://www.lseg.com/en/ftse-russell>. [SL3] [LSS4]

Groupama Asset Management has an internal action plan that will be implemented in the event of a substantial change to or discontinuation of the index.

## Investment strategy:

### Description of the strategies used:

#### - Overall strategy of the UCITS:

The purpose of the GROUPAMA EURO CONVERTIBLE FCP is to manage a portfolio of securities from the Eurozone and, up to a limit of 20% of net assets, securities denominated in currencies other than the euro.

At least 60% of its net assets will be invested in convertible, exchangeable or synthetic bonds that replicate the performance of convertible bonds. The management of the UCITS is based primarily on the selection of securities for the portfolio.

There is a currency risk because the UCITS may invest up to 20% of its net assets in securities denominated in foreign currencies. However, after currency hedging, it may not exceed 10%.

#### - Portfolio construction strategy

It follows a dual approach to selecting underlying assets and investment vehicles and incorporates ESG (Environmental, Social and Governance) criteria:

##### o Incorporation of ESG criteria:

The UCITS strives to select the issuers with the highest extra-financial ratings within the investment universe (*best-in-universe*) with a particular focus on corporate governance.

ESG criteria are analysed using a range of indicators, including:

- Environment: Carbon footprint, green share (percentage of the company's turnover generated by a technology/activity considered favourable to the energy and environmental transition);
- Social: Net job creation, training hours;
- Governance: percentage of companies with a board of directors or supervisory board that is majority independent.

The investment universe of the UCITS comprises all European companies listed in countries within the European Economic Area, the United Kingdom and Switzerland, with a quantitative ESG rating calculated using a methodology developed by Groupama Asset Management. This investment universe may change depending on changes in coverage.

The UCITS portfolio is constructed using a multi-stage management process:

- Exclusion of companies listed as "Major ESG Risks":

Groupama Asset Management follows a list of entities identified as particularly high ESG risks ("Major ESG Risks" list). These are companies where ESG risks could jeopardise their economic and financial viability or could have a significant impact on the value of the company and the brand, and therefore lead to a significant loss of market value or a significant downgrade by the rating agencies.

- Exclusion of sectors deemed incompatible with Groupama Asset Management's commitment policy: companies recognised as being involved in activities related to controversial weapons (cluster bombs and anti-personnel mines) are excluded from the UCITS' investment scope;
- Application of Groupama Asset Management's fossil fuel policy: exclusion of companies involved in coal mining and coal-related energy production, and no reinvestment in Unconventional Fossil Fuels (UFF).
- Exclusion based on the management company's quantitative ESG filter:

Investment in securities belonging to Quintiles 1 to 4 of the investment universe (representing the top 80% of companies): Groupama Asset Management has implemented an ESG analysis methodology structured around the pillars E (Environment), S (Social, Societal) and GA (Governance).

For each security, a final score specific to Groupama AM is calculated using a proprietary tool called NotesESG.

The investment universe is then divided into five quintiles, each representing 20% of the investment universe in terms of the number of securities. Securities rated Quintile 1 represent the best ESG scores within the investment universe, while securities rated Quintile 5 represent the worst ESG scores.

The lowest-rated securities according to the management company's quantitative ESG filter are excluded from the UCITS portfolio (20% of the lowest-rated underlying securities in the investment universe, ranked in Quintile 5 using a *best-in-universe approach*).

The UCITS' exposure to securities not rated by the management company's quantitative ESG filter will not exceed 10% of its net assets. Consequently, at least 90% of the UCITS' net assets will be analysed from a non-financial perspective, including a maximum of 10% of UCITS rated according to a non-financial analysis methodology that may differ from that of Groupama Asset Management.

- Exclusion based on a quantitative liquidity filter:

In addition to this quantitative ESG filter, the convertible bond pool is screened for liquidity based on criteria developed by the fund manager to analyse their liquidity risk.

- Minimum sustainable investment of 30%.

The non-financial analysis implemented is carried out solely on the underlying asset for all types of assets held in the portfolio (convertible bonds, traditional bonds, options, etc.). Derivative instruments that do not relate to an underlying asset but to an index cannot be analysed using Groupama Asset Management's ESG methodology.

##### o Consideration of the European Taxonomy

Regulation (EU) 2020/852 of the European Parliament and of the Council of 18 June 2020 on the establishment of a framework to facilitate sustainable investment, and amending Regulation (EU) 2019/2088 (the "**European Taxonomy**" or the "**Taxonomy Regulation**") aims to identify economic activities that are considered sustainable from an environmental perspective. The Taxonomy identifies these activities based on their contribution to six main environmental objectives:

- Climate change mitigation.
- Climate change adaptation.
- Sustainable use and protection of water and marine resources.
- Transition to a circular economy (waste prevention and recycling).
- Pollution prevention and reduction.
- Protection and restoration of biodiversity and ecosystems.

To be considered sustainable, an economic activity must: substantially contribute to one of the six objectives and not significantly harm any of the other five objectives (the "Do No Significant Harm" principle or "**DNSH**" principle). The "do no significant harm" principle applies only to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities. For an activity to align with the European Taxonomy, it must also respect human and social rights guaranteed under international law.

The management team endeavours to consider the EU criteria for environmentally sustainable economic activities under Regulation (EU) 2020/852 in its investment decisions. Based on currently available issuer data, the minimum alignment percentage with the European Taxonomy is 0%. The investments underlying the remaining portion of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

o Selection of the underlyings:

This strategy aims to select eligible convertibles based on the upside potential of the convertible's underlying asset. In this context, the manager systematically refers to the stock selection process as practised within Groupama Asset Management. The selection of stocks is the result of a dual approach, combining bottom-up and top-down analysis.

"Bottom-up": Approach which focuses primarily on the intrinsic qualities of a company and its development.

"Top-down": Starting from the macroeconomic fundamentals by area or by country (the unemployment rate, the level of inflation, GDP growth, interest rates), the managers gradually work their way down to the securities, having first studied the potential of each sector of activity.

The underlying asset is analysed by taking into account the intrinsic qualities of the company using a financial and ESG analysis approach specific to the management company. For ESG analysis, managers rely on the ESG rating described above and the quintile associated with the underlying asset.

Based on the observation that non-financial rating agencies do not provide comprehensive monitoring that is sufficiently well adapted to the convertible bond market (unlisted companies, public entities, frequent new issues, numerous issues by small and mid-cap companies, etc.), the fund manager may invest in companies that meet the UCITS' objective, following an ESG qualitative analysis that is integrated into Groupama Asset Management's existing process.

o Selection and technical analysis of convertible bonds:

The manager selects the securities in the portfolio based on their technical characteristics and, more specifically, their risk profile. The analysis of the technical characteristics of convertible bonds is based on an examination of their absolute and relative valuation, taking into account the specific technical characteristics of each convertible bond and an examination of their legal documentation.

- Management style

The UCITS will be actively managed with the aim of achieving performance corresponding to its management objective, having regard to the risk criteria defined in advance, in accordance with the process.

In the implementation of investment choices, managers have a real margin for manoeuvre that allows them to express their personal talents, while remaining consistent with the general guidelines adopted by the management committees.

- Methodological limitations:

The ESG approach developed by Groupama Asset Management is based on a quantitative and qualitative analysis of the environmental, social, and governance practices of the securities in which it invests. The main limitation of this analysis lies in the quality of the available information. ESG data is not yet standardised, and the analysis ultimately depends on qualitative and quantitative data provided by the companies themselves, which may still be incomplete and heterogeneous. To address this limitation, Groupama Asset Management focuses its analysis on the most material aspects of the sectors and companies it reviews.

For more detailed information on the rating methodology used in the UCITS and its limitations, investors can refer to the Groupama Asset Management Transparency Code available on the website [www.groupama-am.com](http://www.groupama-am.com).

## Assets, excluding derivatives

- Interest rate instruments

Investments in fixed income instruments will represent between 60 and 100% of net assets.

o Legal nature of the instruments used:

The UCITS invests at least 60% of its net assets in the convertible bond asset class:

- Exchangeable convertible bonds (or similar instruments),
- Synthetic convertible bonds (or similar instruments).

In addition to the convertible bonds listed above, the assets of the UCITS may also consist of fixed-rate bonds, EMTNs (Euro Medium Term Notes), NDSs (Negotiable Debt Securities), variable-rate and inflation-linked bonds, *contingent convertible bonds* (Coco Bonds), securitisation vehicles and mortgage bonds.

The UCITS may invest in contingent convertible bonds (CoCo Bonds) issued by financial institutions in order to seek to capture a potentially higher return linked to their subordinated nature, in return for a higher risk.

Coco bonds are hybrid instruments between debt and equity: they are issued as debt but are automatically converted into equity when the financial institution (in this case) is in distress. The bonds will therefore be converted into shares at a predetermined price when certain trigger criteria (loss levels, degraded capital levels, capital adequacy ratios, falling price-to-earnings ratios, etc.) are met.

The UCITS may invest up to 10% of its net assets in Coco Bonds.

The instruments used are mainly denominated in euros. Instruments denominated in currencies other than the euro are limited to a maximum of 20% of net assets.

o Existence of rating criteria (excluding convertible bonds):

These securities must have a rating of BBB- or higher (Standard and Poor's rating agency or equivalent) or be deemed equivalent by the management company. However, the UCITS may hold lower-rated securities up to a limit of 25% of its net assets.

The selection of issuers included in the portfolio by the manager is based on its own analysis of the credit risk of the selected instruments, which may include the expertise of the internal credit analysis team to assess issuer risk in the portfolio and credit quality ratings issued by external entities.

o Duration:

The duration of the securities chosen must also enable the overall sensitivity constraint of 1 to 5 to be respected.

- Equities

The UCITS' exposure to equities will be between 0 and 50% of its net assets.

In the event of conversion of bonds or exercise of options held in the portfolio, the UCITS may temporarily hold shares. The shares resulting from these conversions or option exercises are intended to be sold as soon as possible, taking into account the most favourable market conditions.

The UCITS' overall exposure to equity risk resulting from its allocation to equities, convertible bonds, financial futures and other securities carrying equity risk may reach up to 50% of net assets.

- Holding shares or units of other UCITS, AIFs or foreign investment funds:  
The UCITS may hold up to 10% of its net assets in units or shares of UCITS governed by French or European law. Money market UCITS will be used to optimise the FCP's cash management.  
The UCITS may invest in funds managed directly or indirectly by Groupama Asset Management.  
External UCITS will be carefully reviewed for their management process, performance, risk, and any other qualitative and quantitative criteria to assess their short-, medium- and long-term quality.  
The UCITS may hold UCITS rated according to a non-financial analysis methodology that may differ from that of Groupama Asset Management.  
Trackers (exchange-traded funds) that track equity or bond market developments may be used.

**Derivatives and securities embedding derivatives:**

Derivative transactions will be carried out within the limit of a maximum commitment of 100% of the net assets of the FCP.

The UCITS may also use securities incorporating derivatives up to a maximum of 100% of its net assets. The strategy for using securities embedding derivatives is the same as that described for derivatives.

- Nature of instruments used  
The manager may use the derivative instruments and derivative securities described in the following table:

Risks the manager intends to address		Nature of intervention markets			Nature of interventions			
		Regulated	Organised	Over-the-counter	Hedging	Exposure	Arbitrage	Other type
Equities	X							
Rate	X							
Foreign exchange	X							
Credit	X							
<b>Derivatives used</b>								
<b>Futures</b>								
- Equities		X	X		X	X		
- Interest rates		X	X		X	X		
- Currencies		X	X		X	X		
<b>Options</b>								
- Equities		X	X	X	X	X		
- Interest rates		X	X	X	X	X		
- Foreign exchange		X	X		X	X		
- ETF		X	X	X	X	X		
<b>Swaps</b>								
- Equities								
- Interest rates				X	X	X		
- Inflation swaps								
- Foreign exchange				X	X	X		
- Total return swaps				X	X	X		
<b>- Forward foreign exchange</b>								
- Forward foreign exchange				X	X	X		
<b>Credit derivatives</b>								
- Single-name credit default swaps								
- Multi-name credit default swaps								
- Indices								
- Index options								
- Structured products on multiple issuers (CDO tranches, ITRAXX tranches, FTD, NTD, etc.)								
<b>Securities embedding derivatives used</b>								
<b>Warrants</b>								
- Equities		X	X	X		X		
- Interest rates								
- Foreign exchange								
- Credit								
<b>Subscription warrants</b>								
- Equities*		X	X	X		X		
- Interest rates								
<b>Other</b>								
- structured EMTNs								
- Convertible bond		X	X	X	X	X		
- Contingent convertible bonds (Coco bonds)		X	X	X	X	X	X	
- Callable or puttable bond		X	X	X	X	X	X	
- Credit-linked notes (CLNs)								

\* The share subscription warrants are intended to be sold as soon as possible, taking into account the most favourable market conditions.

- Total return swaps (TRS):
  - o General description and justification for using TRS:  
A total return swap (TRS) is a contract that exchanges the return on an index consistent with the management objective for periodic payments indexed to a reference money market rate.
  - o Types of assets subject to such contracts:
    - Negotiable debt securities (NDS)
    - Bonds.
  - o Planned and permitted levels of use:
    - Maximum usage: 100% of net assets,
    - Expected usage: Approximately 10% of net assets.
  - o Strategy and composition of the underlying index or portfolio:  
The TRS used by the UCITS are standardised bond index contracts with the aim of hedging or exposing the portfolio to the bond market.
  - o These aim to hedge or expose the portfolio to the bond market or, in the case of arbitrage strategies, to exploit market discrepancies. These TRS contracts are executed without the counterparty having any discretionary decision-making power over the composition or management of the UCITS portfolio or the TRS' underlying assets. Counterparty approval is not required for any transactions related to the UCITS portfolio.
  - o Criteria for selecting TRS counterparties:  
Contracts will be concluded with credit institutions with a minimum "Investment Grade" rating (or deemed equivalent by the management company) based in an OECD member country.
- Counterparty selection criteria  
OTC counterparties (derivative instruments and efficient portfolio management techniques) are selected through a specific internal procedure. The main selection criteria include financial strength, expertise in the relevant operations, general contractual clauses and specific clauses on counterparty risk mitigation techniques.

#### Deposits:

Deposits with a credit institution based in an EU Member State or an EEA State, with a maturity of less than 12 months, will be used to remunerate cash holdings up to a maximum of 100% of net assets.

#### Cash borrowing:

In exceptional circumstances, with a view to investing in anticipation of a market upturn or on a more temporary basis in the context of significant redemptions, the manager may borrow cash from the depositary up to a limit of 10% of net assets.

#### Temporary acquisitions and sales of securities:

- Nature of transactions used:
  - o Repurchase agreements and reverse repurchase agreements as defined by the Monetary and Financial Code.
  - o Loans and borrowings as defined by the French Monetary and Financial Code
- Purpose of transactions:  
These transactions are carried out within the fixed income component of the UCITS' portfolio.  
These transactions will primarily aim to allow:
  - o adjustment of the sensitivity distribution on the curve,
  - o curve arbitrage,
  - o investing cash.
- Types of assets subject to such transactions:
  - o Negotiable debt securities (NDS)
  - o Bonds.
- Planned and permitted levels of use:
  - o Repurchase and reverse repurchase agreements:
    - Maximum usage: 100% of net assets,
    - Expected usage: Approximately 10% of net assets.
  - o Loans and borrowings of securities:
    - Maximum usage: 100% of net assets.
    - Expected usage: Approximately 10% of net assets.

- Criteria for selecting counterparties  
These transactions will be concluded with credit institutions with a minimum "Investment Grade" rating, or deemed equivalent by the management company, based in an OECD member country.

Additional information is provided in the fees and commissions section regarding the conditions for remunerating temporary purchases and sales of securities.

As the UCITS uses derivative instruments and securities incorporating derivatives and may engage in cash borrowing and temporary securities repurchase agreements, the total exposure of the portfolio will vary between 0 and 200% of net assets.

#### **Information relating to financial collateral for the UCITS**

The GROUPAMA EURO CONVERTIBLE UCITS complies with the rules for the investment of financial guarantees applicable to UCITS and does not apply any specific criteria over and above these rules.

As part of temporary acquisitions and disposals of securities and OTC derivatives transactions, it may receive securities (such as corporate bonds and/or government securities) or cash. The financial guarantees received and their diversification will comply with the UCITS investment constraints.

Only cash collateral received will be reused: it will be reinvested in accordance with the rules applicable to UCITS.

All such assets received as collateral must be issued by high-quality, liquid, low-volatility, and diversified issuers that are not part of the counterparty's entity or group.

These assets received as collateral will be held by the UCITS' depository in specific accounts. Margin calls will be managed on a daily basis.

Haircuts applied to received collateral take into account credit quality, price volatility, and the results of stress testing conducted in line with regulatory requirements.

The level of financial collateral and the haircut policy are determined in accordance with current regulations.

#### **Risk profile:**

##### Capital loss risk:

There is a risk that the capital invested may not be fully returned, as the UCITS does not include any capital guarantee.

##### Specific risks associated with convertible bonds:

Due to the hybrid nature of convertible bonds, the portfolio is exposed to interest rate risk, credit risk, equity risk, volatility risk and currency risk.

The value of convertible bonds depends on several factors, including interest rate levels, credit spreads, the performance of underlying equity prices and changes in the price of the embedded derivative. These factors may lead to a decline in the UCITS' net asset value.

##### Interest rate risk:

Holders are exposed to interest rate risk and may experience negative performance in this segment as a result of fluctuations in interest rates. As a general rule, the prices of fixed income securities rise when interest rates fall and fall when interest rates rise.

##### Credit risk:

It represents the potential risk of deterioration in the quality of, or default by, the issuer of securities invested in the portfolio, leading to a payment default which will have a negative impact on the price of the security and could therefore lead to a fall in the net asset value of the UCITS.

Credit risk also exists in the context of temporary purchases and sales of securities if both the counterparty defaults and the issuer of the received collateral securities also defaults.

##### Counterparty risk:

Counterparty risk exists and is linked to entering into over-the-counter financial derivative contracts and temporary purchases and sales of securities. It measures the risk faced by an entity in relation to its obligations to the counterparty with which the contract was concluded. This refers to the risk of a counterparty defaulting, leading to a failure to make payments. However, this risk is limited by financial guarantees.

##### Liquidity risk associated with securities financing transactions:

In the case of default by a counterparty in a securities financing transaction, this risk applies to financial collateral through the disposal of the received securities.

##### Risk associated with the use of derivative financial instruments:

The use of derivatives may increase (via greater exposure) or decrease (via reduced exposure) the UCITS' volatility.

However, it is likely to remain relatively close to its benchmark, even if there are occasional divergences.

##### Risks associated with securities financing transactions, total return swaps and the management of financial collateral:

The use of temporary acquisitions and sales of securities and total return swaps can increase or decrease the net asset value of the UCITS.

Risks associated with these operations and collateral management include credit risk, counterparty risk and liquidity risk as defined above.

Operational or legal risks are minimal due to an appropriate operational process, the safekeeping of received collateral by the UCITS' depository, and the framing of such operations within master agreements signed with each counterparty.

Furthermore, the risk of collateral reuse is minimal, as only cash collateral is reinvested, and this is in accordance with UCITS regulations.

##### Risk linked to the use of speculative securities (high yield):

This UCITS should be considered partially speculative and is particularly suited to investors aware of the risks associated with investing in low-rated or unrated securities. The use of high-yield securities may result in a greater risk of a decline in the UCITS' net asset value.

#### Volatility risk:

Volatility risk is an integral part of convertible bonds and is similar to that of the benchmark indicator.

#### Currency risk:

This is the risk of a fall in the investment currency against the portfolio's reference currency, the euro. If a currency falls against the euro, the net asset value may fall.

There is a currency risk because the UCITS may invest up to 20% of its net assets in securities denominated in foreign currencies. However, the currency risk of the portfolio, after currency hedging, may not exceed 10%.

#### Equity risk:

If the underlying shares of convertible bonds and similar securities, the shares held directly in the portfolio or the indices to which the portfolio is exposed fall in value, the net asset value will fall.

#### Risks associated with investing in *contingent convertible bonds* (Coco Bonds):

- **Coco bond *trigger level* risk:**  
A Coco bond is a hybrid bond whose conversion trigger depends on the solvency ratio of its issuer. The conversion trigger is the event that determines the conversion of the bond into ordinary shares. The lower the solvency ratio, the higher the probability of conversion, all else being equal. In addition to the risk of default on senior or subordinated debts, the resolution authority may impose a percentage loss that primarily impacts shareholders, followed by Coco bond holders, even if the conversion threshold based on the solvency ratio has not yet been reached.
- **Coco bond *call extension* risk:**  
Some Coco bonds are considered perpetual debt instruments. The initially proposed maturity date may be extended. Thus, Coco bond investors may face the risk of recovering their capital at a date later than initially expected.
- **Coco bond *coupon cancellation* risk:**  
Coco bonds provide entitlement to a coupon payment at a determined frequency. The issuer of certain types of Coco bonds may cancel coupon payments. Non-payment of a coupon is final and may occur at the issuer's discretion or due to regulatory constraints limiting coupon payments based on capital levels. Suspension of coupon payments may even occur when the bank continues to pay dividends to its shareholders and variable compensation to its employees. The amount of interest associated with Coco bonds is therefore variable. The risk concerns both the frequency and amount of remuneration for this type of bond.
- **Capital structure inversion risk:**  
Contrary to the conventional capital hierarchy, Coco bond investors may, in certain circumstances, incur capital losses before shareholders. This is particularly the case when the conversion trigger is high.
- **Yield/valuation risk:**  
The often-attractive yield of Coco bonds may be considered a complexity premium. Investors must account for the underlying risks of Coco bonds.
- **Potential risk (unknown risk):**  
Coco bonds are recent instruments whose behaviour under stress conditions is unknown.

#### Sustainability risks:

Sustainability risks are monitored through several lists and policies, including the list of Major ESG (Environmental, Social and Governance) Risks, the Fossil Fuels Policy and the Controversial Weapons Exclusion Policy. These risks are taken into account in management decisions at various levels:

- **List of Major ESG Risks:** This is made up of companies where ESG risks could jeopardise their economic and financial viability or could have a significant impact on the value of the company and the brand, and therefore lead to a significant loss of market value or a significant downgrade by the rating agencies. The securities on this list are excluded from the UCITS.
- **Fossil Fuels Policy:** The aim of this policy is to reduce the UCITS' exposure to climate risks, both physical and transitional. To limit these risks, a list of securities is defined according to precise and regularly reviewed criteria. These securities are subject to exclusion or non-reinvestment as detailed in our Fossil Energy policy.
- **Controversial weapons exclusion policy:** This relates to companies involved in the production, marketing or distribution of controversial weapons. Investments cannot be made in these securities.

The impacts following the emergence of a sustainability risk can be numerous and vary according to the specific risk, region and asset class. Generally speaking, when a sustainability risk occurs for an asset, there will be a negative impact on the asset or a total loss of its value.

#### **Liquidity risk management policy**

Liquidity risk management of the UCI is conducted through an analysis and monitoring system using internal tools and methodologies established at Groupama Asset Management.

This system is structured around two main axes:

- monitoring the liquidity profile of the portfolio, based on an assessment of the liquidity of assets in the light of current market conditions,
- monitoring the fund's ability to cope with significant redemption scenarios in current or deteriorating market conditions.

#### **Guarantee or protection**

N/A

#### **Eligible subscribers and target investor profile:**

GA unit:	Reserved for Groupama Assurances Mutuelles companies, subsidiaries and regional funds.
GMAA unit	Reserved for Groupama Assurances Mutuelles companies and subsidiaries
ZC unit	Reserved for Institutional Investors, including insurance companies marketing life insurance contracts
ZD unit	Reserved for Institutional Investors, including insurance companies marketing life insurance contracts
IC unit:	Reserved for institutional investors
NC unit:	Open to all subscribers
OAC Units	Reserved for UCIs and mandates managed by Groupama Asset Management or its subsidiaries and belonging to the Oxygène range
OSC unit	Reserved for UCIs and mandates managed by Groupama Asset Management or its subsidiaries and belonging to the Opale range
PC unit	Reserved for institutional investors
RC unit	Reserved for investors subscribing via distributors or intermediaries providing an advisory service within the meaning of European MiFID II regulations, individual portfolio management under mandate and when they are exclusively remunerated by their clients
RD unit	Reserved for investors subscribing via distributors or intermediaries providing an advisory service within the meaning of European MiFID II regulations, individual portfolio management under mandate and when they are exclusively remunerated by their clients

The GROUPAMA EURO CONVERTIBLE FCP is aimed at investors who wish to boost their savings by combining the performance of fixed income and equity markets.

The recommended investment period is over 3 years.

It is also recommended that investments be sufficiently diversified so that they are not exposed solely to the risks of the UCITS.

**Investment diversification:** diversifying your portfolio into different assets (money market, bonds, equities), in specific business sectors and in different geographical areas allows you to spread risk more evenly and optimise portfolio management by taking market trends into account.

#### Procedures for determining and allocating distributable sums

GA unit:	Accumulation and/or distribution. Option to pay interim dividends. Possibility of full or partial carry-forward.
GMAA unit	Accumulation and/or distribution. Option to pay interim dividends. Possibility of full or partial carry-forward.
ZC unit	Capitalisation.
ZD unit	Distribution. Option to pay interim dividends. Possibility of full or partial carry-forward.
IC unit:	Capitalisation.
NC unit:	Capitalisation.
OAC unit	Capitalisation.
OSC unit	Capitalisation.
PC unit	Accumulation
RC unit	Capitalisation.
RD unit	Distribution. Option to pay interim dividends. Possibility of full or partial carry-forward.

#### Characteristics of units

	Original net asset value	Base currency	Fractioning:
GA unit:	EUR 10,000	EUR	1,000th of a unit
GMAA unit	EUR 20,000	EUR	1,000th of a unit
IC unit:	EUR 100	EUR	1,000th of a unit
NC unit:	EUR 500	EUR	10,000th of a unit
OAC unit	EUR 10,000	EUR	1,000th of a unit
OSC unit	EUR 10,000	EUR	1,000th of a unit
PC unit	EUR 100	EUR	10,000th of a unit
RC unit	EUR 500	EUR	1,000th of a unit
RD unit	EUR 500	EUR	1,000th of a unit

ZC unit	EUR 1,000	EUR	10,000th of a unit
ZD unit	1524.49 EUR	EUR	10,000th of a unit

### Subscription and redemption procedures

	Minimum initial subscription amount:	Subscriptions:	Redemptions*
GA unit:	€300,000	In amounts or thousandths of a unit	In amounts or thousandths of a unit
GMAA unit	€500,000	In amounts or thousandths of a unit	In amounts or thousandths of a unit
ZC unit	1,000th of a unit	In amounts or in ten-thousandths of a unit	In amounts or in ten-thousandths of a unit
ZD unit	1,000th of a unit	In amounts or in ten-thousandths of a unit	In amounts or in ten-thousandths of a unit
IC unit:	1,000th of a unit	In amounts or thousandths of a unit	In amounts or thousandths of a unit
NC unit:	€500	In amounts or in ten-thousandths of a unit	In amounts or in ten-thousandths of a unit
OAC unit	1,000th of a unit	In amounts or thousandths of a unit	In amounts or thousandths of a unit
OSC unit	1,000th of a unit	In amounts or thousandths of a unit	In amounts or thousandths of a unit
PC unit	1,000th of a unit	In amounts or in ten-thousandths of a unit	In amounts or in ten-thousandths of a unit
RC unit	1,000th of a unit	In amounts or thousandths of a unit	In amounts or thousandths of a unit
RD unit	1,000th of a unit	In amounts or thousandths of a unit	In amounts or thousandths of a unit

\*Total redemption of units will only be possible in quantity and not in amount.

Orders are executed according to the following schedule:

D	D	D: day on which the NAV is drawn up	D+1 business day	D+2 business days	D+2 business days
Centralisation of subscription orders before 11 a.m. (1)	Centralisation of redemption orders before 11 a.m. (1).	Execution of the order no later than D	Publication of the net asset value	Subscription rules	Redemption rules

(1) Except for any specific delays agreed upon with your financial institution.

Subscription and redemption requests are centralised by CACEIS Bank and received every business day until 11:00 a.m.:

- At CACEIS Bank, on behalf of the clients for whom it holds custody accounts, for units to be registered or recorded in bearer or administered registered form,
- at Groupama Asset Management for units to be registered or held in pure registered form.

Orders are processed at an unknown net asset value with settlement at D+2 Euronext Paris.

Investors should be aware that orders transmitted to distributors other than the above-mentioned institutions must consider the fact that the centralisation deadline applies to said distributors with respect to CACEIS Bank. As a result, these promoters may apply their own cut-off time, earlier than that mentioned above, in order to take account of their time for transmitting orders to CACEIS Bank.

The UCITS is valued on each trading day except on legal public holidays. The reference calendar is that of the Paris stock exchange.

Disclosure of the NAV: on the website [www.groupama-am.com](http://www.groupama-am.com).

### Redemption cap mechanism (gates):

Groupama Asset Management may implement a *gates* system that allows redemption requests from UCITS unit holders to be spread over several net asset values if they exceed a certain level, determined objectively.

- Description of the method used:  
Investors in the UCITS are reminded that the trigger threshold for gates corresponds to the ratio between:
  - o the difference recorded, on the same centralisation date, between the number of units of the UCITS for which repurchase is requested or the total amount of such repurchases, and the number of units of the UCITS for which subscription is requested or the total amount of such subscriptions; and
  - o the net assets or the total number of units of the UCITS.

As the UCITS has several classes of units, the threshold for triggering the procedure will be the same for all classes of units in the UCITS.

The threshold above which gates will be triggered is justified by the frequency with which the net asset value of the UCITS is calculated, its management style and the liquidity of the assets it holds. This is set at 5% of the net assets of the UCITS and applies to centralised redemptions for all of the UCITS' assets and not specifically according to the categories of units of the UCITS.

When redemption requests exceed the triggering threshold of the gates, Groupama Asset Management may decide to honour repurchase requests in excess of the ceiling, and thus execute all or part of any orders that may be blocked.

The maximum duration of gates is 20 net asset values over 3 months.

- Procedures for informing unit holders:  
In the event of activation of the gates mechanism, all of the UCITS' unit holders will be informed by any means, via the Groupama Asset Management website, [www.groupama-am.com](http://www.groupama-am.com). UCITS unit holders whose orders have not been executed will be specifically informed as soon as possible.
- Handling of unexecuted orders:  
Repurchase orders will be executed in the same proportions for UCITS' unit holders who have requested repurchase since the last centralisation date. Unexecuted orders will automatically be carried forward to the next net asset value and will not take precedence over new repurchase orders placed for execution on the next net asset value. In any event, unexecuted repurchase orders that are automatically deferred may not be revoked by the UCITS' unit holders.

- Example illustrating the system partially put in place:  
For example, if total repurchase requests for the UCITS' units are 10% while the trigger threshold is set at 5% of the net assets, Groupama Asset Management may decide to honour repurchase requests up to 7.5% of the net assets (and therefore execute 75% of repurchase requests instead of 50% if it applied the 5% cap strictly).

#### Swing pricing mechanism:

Swing pricing is a mechanism to reduce the portfolio redevelopment costs related to subscriptions or redemptions for holders, by allocating all or part of these costs to incoming and/or outgoing holders. Its use does not exempt the Management Company from its obligations regarding best execution, liquidity management, asset eligibility and UCI valuation. Apart from minor administrative costs potentially incurred by the mechanism's implementation, the use of swing pricing does not generate additional costs for the UCI. This mechanism only redistributes costs differently among holders.

The swing pricing method makes it possible to adjust the net asset value of each class of units of the UCITS using a swing factor. The swing factor estimates the discrepancies between supply and demand for assets in which the UCITS invests and may also account for transaction costs, taxes, and related expenses incurred by the UCITS when buying and/or selling underlying assets. The trigger threshold and the amplitude of the net asset value swing for each UCITS unit class are specific to the UCITS and are reviewed by a quarterly Swing Price Committee. This committee has the power to modify the parameters of the swing pricing mechanism at any time, particularly in the event of a crisis on the financial markets.

The Management Company determines whether to adopt partial swing pricing or full swing pricing. In partial swing pricing, the NAV for each unit category of the UCITS will be adjusted upwards or downwards when net subscriptions or redemptions exceed a certain threshold set by the Management Company for each UCI (the "swing threshold"). In full swing pricing, no swing threshold will be applied. The swing factor will have the following effects on subscriptions and redemptions:

1. When, on a given Valuation Day, a UCI is in a situation of net subscriptions (i.e. in value terms, subscriptions exceed redemptions) (above the swing threshold, where applicable), the net asset value of each class of units of the UCI will be revised upwards using the swing factor; and
2. When, on a given Valuation Day, a UCI is in a situation of net redemptions (i.e. in value terms, redemptions exceed subscriptions) (above the swing threshold, where applicable), the net asset value of each class of units of the UCI will be revised downwards using the swing factor.

When the swing pricing method is applied, the volatility of the net asset value of each unit class may not reflect the true performance of the portfolio (and may therefore deviate from the UCITS' benchmark index).

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#### **Fees and commissions**

By way of remuneration, the Management Company may pay a proportion of the UCI's management fees to intermediaries such as investment firms, insurance companies, management companies, marketing intermediaries, distributors or distribution platforms with whom an agreement has been signed to distribute or place the UCI's units or make contact with other investors. This remuneration is variable and depends on the business relationship in place with the intermediary. This remuneration may be flat-rate or calculated on the basis of the net assets subscribed as a result of the intermediary's action. Each intermediary will provide the customer with all relevant information on costs, fees and remuneration, in accordance with the regulations applicable to the intermediary.

##### - Subscription and redemption fees

Subscription and redemption fees increase the subscription price paid by the investor or reduce the redemption price. Fees paid to the UCITS are used to offset the costs incurred by the UCITS in investing or disinvesting the assets entrusted to it. Unpaid fees revert to the management company, promoter, etc.

Category of units	Basis	Subscription fee not paid to the UCITS	Subscription fee paid to the UCITS	Redemption fee not paid to the UCITS	Redemption fee paid to the UCITS
GA unit:	Net asset value x Number of units or shares	Maximum rate: 4%	None	None	None
GMAA unit	Net asset value x Number of units or shares	Maximum rate: 4%	None	None	None
IC unit:	Net asset value x Number of units or shares	Maximum rate: 3%	None	None	None
NC unit:	Net asset value x Number of units or shares	Maximum rate: 3%	None	None	None
OAC Units	Net asset value x Number of units or shares	Maximum rate: 4%	None	None	None
OSC unit	Net asset value x Number of units or shares	Maximum rate: 4%	None	None	None
PC unit	Net asset value x Number of units or shares	Maximum rate: 3%	None	None	None
RC unit	Net asset value x Number of units or shares	Maximum rate: 3%	None	None	None
RD unit	Net asset value x Number of units or shares	Maximum rate: 3%	None	None	None
ZC unit	Net asset value x Number of units or shares	Maximum rate: 3%	None	None	None
ZD unit	Net asset value x Number of units or shares	Maximum rate: 3%	None	None	None

(\*) In Italy, the corresponding bank charges of 50 euros per transaction are added to these fees.

- Operating and management costs:

These fees include all fees charged directly to the UCITS, except for transaction expenses. Transaction costs include intermediary fees (e.g. brokerage fees, order reception and transmission, stock market taxes, etc.) and any transaction fee, as appropriate, which may be charged by the depositary.

The following operating and management fees may also be charged:

o outperformance fees. These remunerate the Management Company if the UCITS exceeds its targets. They are therefore charged to the UCITS;

For more information on the ongoing charges charged to the UCITS, refer to the “Fees” section of the Key Information Document (KID).

GA unit:

Fees charged to the UCITS	Basis	Rate scale
Financial management fees	Net assets	Maximum rate: 0.6% incl. of all taxes
Operating costs and other services (fund registration and listing fees, depositary fees, auditing, taxation, costs related to compliance with regulatory obligations and regulatory reporting, operational costs, etc.)	Net assets	Rate: 0.12% incl. of all taxes
Maximum indirect costs (commissions and management fees)	Net assets	Immaterial
Transaction fee received by the depositary CACEIS Bank	Deduction from each transaction	Securities: None Foreign exchange transaction: €10 incl. of all taxes OTC product: from €10 to €150* inclusive of all taxes depending on complexity
Outperformance fee	Net assets	None

(\*\*depending on complexity)

GMAA unit

<b>Fees charged to the UCITS</b>	<b>Basis</b>	<b>Rate scale</b>
Financial management fees	Net assets	Maximum rate: 0.6% incl. of all taxes
Operating costs and other services (fund registration and listing fees, depositary fees, auditing, taxation, costs related to compliance with regulatory obligations and regulatory reporting, operational costs, etc.)	Net assets	Rate: 0.12% incl. of all taxes
Maximum indirect costs (commissions and management fees)	Net assets	Immaterial
Transaction fee received by the depositary CACEIS Bank	Deduction from each transaction	Securities: None Foreign exchange transaction: €10 incl. of all taxes OTC product: from €10 to €150* inclusive of all taxes depending on complexity
Outperformance fee	Net assets	None

(\*\*depending on complexity)

IC unit:

<b>Fees charged to the UCITS</b>	<b>Basis</b>	<b>Rate scale</b>
Financial management fees	Net assets excluding UCIs	Maximum rate: 0.4% incl. of all taxes
Operating costs and other services (fund registration and listing fees, depositary fees, auditing, taxation, costs related to compliance with regulatory obligations and regulatory reporting, operational costs, etc.)	Net assets	Rate: 0.12% incl. of all taxes
Maximum indirect costs (commissions and management fees)	Net assets	Immaterial
Transaction fee received by the depositary CACEIS Bank	Deduction from each transaction	Securities: None Foreign exchange transaction: €10 incl. of all taxes OTC product: from €10 to €150* inclusive of all taxes depending on complexity
Outperformance fee	Net assets	15% of the performance of the Refinitiv Eurozone EUR only currency (closing price – coupons reinvested).

(\*\*depending on complexity)

NC unit:

<b>Fees charged to the UCITS</b>	<b>Basis</b>	<b>Rate scale</b>
Financial management fees	Net assets excluding UCIs	Maximum rate: 1.6% incl. of all taxes
Operating costs and other services (fund registration and listing fees, depositary fees, auditing, taxation, costs related to compliance with regulatory obligations and regulatory reporting, operational costs, etc.)	Net assets	Rate: 0.12% incl. of all taxes
Maximum indirect costs (commissions and management fees)	Net assets	Immaterial
Transaction fee received by the depositary CACEIS Bank	Deduction from each transaction	Securities: None Foreign exchange transaction: €10 incl. of all taxes OTC product: from €10 to €150* inclusive of all taxes depending on complexity
Outperformance fee	Net assets	15% of the performance of the Refinitiv Eurozone EUR only currency (closing price – coupons reinvested).

(\*\*depending on complexity)

OAC Unit

<b>Fees charged to the UCITS</b>	<b>Basis</b>	<b>Rate scale</b>
Financial management fees	Net assets	Maximum rate: 0.1% incl. of all taxes
Operating costs and other services (fund registration and listing fees, depositary fees, auditing, taxation, costs related to compliance with regulatory obligations and regulatory reporting, operational costs, etc.)	Net assets	Rate: 0.12% incl. of all taxes
Maximum indirect costs (commissions and management fees)	Net assets	Immaterial
Transaction fee received by the depositary CACEIS Bank	Deduction from each transaction	Securities: None Foreign exchange transaction: €10 incl. of all taxes OTC product: from €10 to €150* inclusive of all taxes depending on complexity
Outperformance fee	Net assets	15% of the performance of the Refinitiv Eurozone EUR only currency (closing price – coupons reinvested).

(\*\*depending on complexity)

OSC unit

<b>Fees charged to the UCITS</b>	<b>Basis</b>	<b>Rate scale</b>
Financial management fees	Net assets	Maximum rate: 0.1% incl. of all taxes
Operating costs and other services (fund registration and listing fees, depositary fees, auditing, taxation, costs related to compliance with regulatory obligations and regulatory reporting, operational costs, etc.)	Net assets	Rate: 0.12% incl. of all taxes
Maximum indirect costs (commissions and management fees)	Net assets	Immaterial
Transaction fee received by the depositary CACEIS Bank	Deduction from each transaction	Securities: None Foreign exchange transaction: €10 incl. of all taxes OTC product: from €10 to €150* inclusive of all taxes depending on complexity
Outperformance fee	Net assets	None

(\*\*depending on complexity)

PC unit

<b>Fees charged to the UCITS</b>	<b>Basis</b>	<b>Rate scale</b>
Financial management fees	Net assets	Maximum rate: 0.6% incl. of all taxes
Operating costs and other services (fund registration and listing fees, depositary fees, auditing, taxation, costs related to compliance with regulatory obligations and regulatory reporting, operational costs, etc.)	Net assets	Rate: 0.12% incl. of all taxes
Maximum indirect costs (commissions and management fees)	Net assets	Immaterial
Transaction fee received by the depositary CACEIS Bank	Deduction from each transaction	Securities: None Foreign exchange transaction: €10 incl. of all taxes OTC product: from €10 to €150* inclusive of all taxes depending on complexity
Outperformance fee	Net assets	None

(\*\*depending on complexity)

RC unit

<b>Fees charged to the UCITS</b>	<b>Basis</b>	<b>Rate scale</b>
Financial management fees	Net assets excluding UCIs	Maximum rate: 0.5% incl. of all taxes
Operating costs and other services (fund registration and listing fees, depositary fees, auditing, taxation, costs related to compliance with regulatory obligations and regulatory reporting, operational costs, etc.)	Net assets	Rate: 0.12% incl. of all taxes
Maximum indirect costs (commissions and management fees)	Net assets	Immaterial
Transaction fee received by the depositary CACEIS Bank	Deduction from each transaction	Securities: None Foreign exchange transaction: €10 incl. of all taxes OTC product: from €10 to €150* inclusive of all taxes depending on complexity
Outperformance fee	Net assets	15% of the performance of the Refinitiv Eurozone EUR only currency (closing price – coupons reinvested).

(\*\*depending on complexity)

RD unit

<b>Fees charged to the UCITS</b>	<b>Basis</b>	<b>Rate scale</b>
Financial management fees	Net assets excluding UCIs	Maximum rate: 0.5% incl. of all taxes
Operating costs and other services (fund registration and listing fees, depositary fees, auditing, taxation, costs related to compliance with regulatory obligations and regulatory reporting, operational costs, etc.)	Net assets	Rate: 0.12% incl. of all taxes
Maximum indirect costs (commissions and management fees)	Net assets	Immaterial
Transaction fee received by the depositary CACEIS Bank	Deduction from each transaction	Securities: None Foreign exchange transaction: €10 incl. of all taxes OTC product: from €10 to €150* inclusive of all taxes depending on complexity
Outperformance fee	Net assets	15% of the performance of the Refinitiv Eurozone EUR only currency (closing price – coupons reinvested).

(\*\*depending on complexity)

ZC unit

<b>Fees charged to the UCITS</b>	<b>Basis</b>	<b>Rate scale</b>
Financial management fees	Net assets excluding UCIs	Maximum rate: 0.5% incl. of all taxes
Operating costs and other services (fund registration and listing fees, depositary fees, auditing, taxation, costs related to compliance with regulatory obligations and regulatory reporting, operational costs, etc.)	Net assets	Rate: 0.12% incl. of all taxes
Maximum indirect costs (commissions and management fees)	Net assets	Immaterial
Transaction fee received by the depositary CACEIS Bank	Deduction from each transaction	Securities: None Foreign exchange transaction: €10 incl. of all taxes OTC product: from €10 to €150* inclusive of all taxes depending on complexity
Outperformance fee	Net assets	15% of the performance of the Refinitiv Eurozone EUR only currency (closing price – coupons reinvested).

(\*\*depending on complexity)

ZD unit

<b>Fees charged to the UCITS</b>	<b>Basis</b>	<b>Rate scale</b>
Financial management fees	Net assets excluding UCIs	Maximum rate: 0.5% incl. of all taxes
Operating costs and other services (fund registration and listing fees, depositary fees, auditing, taxation, costs related to compliance with regulatory obligations and regulatory reporting, operational costs, etc.)	Net assets	Rate: 0.12% incl. of all taxes
Maximum indirect costs (commissions and management fees)	Net assets	Immaterial
Transaction fee received by the depositary CACEIS Bank	Deduction from each transaction	Securities: None Foreign exchange transaction: €10 incl. of all taxes OTC product: from €10 to €150* inclusive of all taxes depending on complexity
Outperformance fee	Net assets	15% of the performance of the Refinitiv Eurozone EUR only currency (closing price – coupons reinvested).

(\*\*depending on complexity)

Operating costs and other services: as this is a flat rate, the actual operating costs and other services may exceed the maximum flat rate authorised. In this case, the management company will cover the excess.

Indirect costs: indicated if the percentage of UCIs held in the portfolio exceeds 20%, otherwise insignificant.

Any exceptional legal costs relating to recovery of the UCITS's receivables may be added to the fees shown above.

The portfolio management strategy may benefit from external research services paid for by the UCITS.

The contribution to the AMF will also be paid by the UCITS.

The income from temporary purchases and sales of securities accrues in full to the OPCVM.

The fees, costs and expenses for these transactions are invoiced by the custodian and paid by the UCITS

#### **Principles applicable to outperformance fees:**

- General principles:

The outperformance fee is provisioned on each net asset value calculation date and charged upon calculation of the final NAV (net asset value) for each financial year.

The calculation method used is the "daily variation" method, which aims to adjust the balance of a provision account at each net asset value (NAV) based on the performance of the UCITS relative to its benchmark indicator, since the previous NAV.

A benchmark asset is determined at each valuation of the UCITS. It represents the net assets of the UCITS, adjusted for subscription/redemption amounts and valued based on the performance of the benchmark indicator since the last valuation.

Where the UCITS's valued assets, net of any fees, have outperformed the benchmark asset since the most recent NAV, an amount representing this difference, to which the outperformance percentage stated in the fees table is applied, will be added to the balance provisioned for outperformance fees. On the contrary, where the benchmark asset outperforms the sub-fund's assets between two NAV calculation dates, a write-back will be made in the percentage difference. The total provisioned balance cannot be negative, so write-backs are capped at the total value of existing provisions. Nevertheless, a theoretical negative balance will be noted so that future variable fees will only be provisioned once the underperformance recorded has been completely offset.

For redemptions, the portion of the provision for variable management fees corresponding to the number of units redeemed accrues in full to the Management Company.

In the event that no outperformance fee has been provisioned by the end of a reference period due to an underperformance vis-à-vis the benchmark index, the reference period will be extended to the following financial year with provision amounts calculated in the same way. Outperformance fees for the new accounting period can only be provisioned once past underperformance has been entirely offset.

After five years without any outperformance fees being collected (overall underperformance over five years), the calculation mechanism no longer considers underperformance from more than five years ago, as illustrated in the second table below.

Unless indicated otherwise, the calculation of outperformance fees solely depends on the UCITS' relative positive performance against the benchmark; therefore, a fee may be charged even if the absolute performance is negative.

By way of derogation, certain units are subject to a positivity constraint; in such a case, outperformance fees are only charged if the UCITS' performance is positive. In particular, this means that no outperformance fee may be charged if the unit underperforms over the reference period.

- Illustration 1: General operation

	Year 1	Year 2	Year 3	Year 4	Year 5
<b>Performance of the Fund's units</b>	10%	5%	-7%	6%	3%
<b>Benchmark performance</b>	5%	4%	-3%	4%	0%
<b>Over/underperformance</b>	5%	1%	-4%	2%	3%
<b>Cumulative fund performance over the observation period</b>	10%	5%	-7%	-1%	2%
<b>Cumulative benchmark performance over the observation period</b>	5%	4%	-3%	1%	1%
<b>Cumulative over/underperformance over the observation period</b>	5%	1%	-4%	-2%	1%
<b>Fee charged?</b>	Yes	Yes	No, because the UCITS underperformed the benchmark	No, because the UCITS underperformed over the entire current observation period, which began in Year 3	Yes
<b>Start of a new observation period?</b>	Yes, a new observation period begins in Year 2.	Yes, a new observation period begins in Year 3.	No, the observation period is extended to cover Years 3 and 4.	No, the observation period is extended to cover Years 3, 4 and 5	Yes, a new observation period begins in Year 6.

- Illustration 2: Treatment of uncompensated performance beyond five years:

	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6
<b>Performance of the Fund's units</b>	0%	5%	3%	6%	1%	5%
<b>Benchmark performance</b>	10%	2%	6%	0%	1%	1%
<b>A: Over/underperformance for the current year.</b>	-10%	3%	-3%	6%	0%	4%
<b>B1: Carry forward of uncompensated underperformance from Year 1</b>	N/A	-10%	-7%	-7%	-1%	Out of scope
<b>B2: Carry forward of uncompensated underperformance from Year 2</b>	N/A	N/A	0%	0%	0%	0%
<b>B3: Carry forward of uncompensated underperformance from Year 3</b>	N/A	N/A	N/A	-3%	-3%	-3%
<b>B4: Carry forward of uncompensated underperformance from Year 4</b>	N/A	N/A	N/A	N/A	0%	0%
<b>B5: Carry forward of uncompensated underperformance from Year 5</b>	N/A	N/A	N/A	N/A	N/A	0%
<b>Over/underperformance for the observation period</b>	-10% (A)	-7% (A + B1)	-10% (A + B1 + B2)	-4% (A + B1 + B2 + B3)	-4% (A + B1 + B2 + B3 + B4)	1% (A + B2 + B3 + B4 + B5)
<b>Fee charged?</b>	No	No	No	No	No	Yes

Details of the method for calculating variable management fees are available from Groupama Asset Management.

- Description of the procedure for selecting intermediaries:

Managers have a list of authorised brokers. A semi-annual "broker committee" reviews the feedback provided by managers and all stakeholders in the value chain (analysts, middle office, etc.) and may propose the justified inclusion of new intermediaries or the exclusion of certain ones.

Each member notes one or more of the following criteria according to their area of expertise:

- o Quality of order execution prices,
- o Liquidity offered,
- o Sustainability of the intermediary,
- o Quality of analysis.

- Tax system:

Notice: Depending on your tax regime, any capital gains and income from holding units in the UCITS may be subject to tax.

We recommend that you contact your local council for further information.

Switching from one unit category to another is treated as a sale that may be subject to capital gains tax.

## 4. Business information

All information regarding the FCP can be obtained directly by contacting:

Groupama Asset Management  
25, rue de la Ville l'Évêque - 75008 Paris - France  
on the website: <http://www.groupama-am.com>

The latest annual and interim documents are available on request from:

Groupama Asset Management  
25, rue de la Ville l'Évêque - 75008 Paris - France

These documents are also available on the website: [www.groupama-am.com](http://www.groupama-am.com)

Subscription and redemption requests are centralised at CACEIS Bank at the following address:

CACEIS Bank  
89-91 rue Gabriel Péri - 92120 Montrouge – France

Information on environmental, social and governance (ESG) criteria:

Further information on how ESG criteria are taken into account in the UCITS' investment strategy is available in its annual report and on Groupama Asset Management's website [www.groupama-am.com](http://www.groupama-am.com).

Information on the exercise of the Management Company's voting rights:

Groupama Asset Management's voting policy and the report on the exercise of voting rights are available on the website [www.groupama-am.com](http://www.groupama-am.com).

## 5. Investment rules

The UCITS complies with the regulatory ratios applicable to UCITS as defined by the French Monetary and Financial Code.

## 6. Overall risk:

The global risk of this UCITS is determined using the commitment calculation method.

## 7. Rules for asset valuation and accounting:

The UCITS has complied with the accounting rules set forth in the current regulations and, in particular, with the UCITS's chart of accounts.

The reference accounting currency is the euro.

### 7.1 Valuation methods

#### Securities traded on a regulated French or foreign market, including ETFs

- Securities traded in the Eurozone and Europe: Last quoted price on the valuation day.
- Securities traded in the Pacific and Asia zone: Last quoted price on the valuation day.
- Securities traded in the Americas zone: Last quoted price on the valuation day.

Securities that did not have a price recorded on the valuation day are valued at the last officially published price. Securities with adjusted prices are valued at their probable trading value under the responsibility of the UCITS manager or the management company.

For convertible bonds and interest rate products, the management company reserves the right to use contributed prices when these are more representative of the trading value.

Securities denominated in foreign currencies are converted into euro equivalents at the exchange rate prevailing in Paris on the valuation date.

#### UCI securities and shares

Units or shares are valued at the last known net asset value.

#### Negotiable debt securities (NDS)

The negotiable debt securities (short-term and medium-term, corporate bonds, bonds of specialised financial institutions) are valued according to the following rules:

- Based on market transaction prices;
- in the absence of a significant market price, by applying an actuarial method, the reference rate being that of issues of equivalent securities plus, where applicable, a margin representative of the intrinsic characteristics of the issuer of the security.

#### Over-the-counter transactions

Transactions concluded on an over-the-counter market, authorised by the regulations applicable to UCIs, are valued at their market value.

### **Futures and options**

- Futures contracts on derivative markets are valued at the daily settlement price.
- Options on derivative markets are valued at the day's closing price.

### **Temporary sales and purchases of securities**

- Temporary acquisitions of securities  
Securities received under repurchase agreements or securities borrowed are recorded in the long portfolio under "Receivables on securities received under repurchase agreements or securities borrowed" for the amount stipulated in the contract plus interest receivable.
- Temporary sales of securities  
Securities sold under repurchase agreements or loaned securities are recorded in the long portfolio and valued at their current value. Liabilities arising from securities sold under repurchase agreements and loaned securities are recorded in the short portfolio at the contract value plus accrued interest. At the end, the interest received or paid is recorded as income from receivables.
- Financial collateral and margin calls  
The financial collateral received is marked-to-market.  
Daily variation margins are calculated as the difference between the mark-to-market valuation of collateral pledged and the mark-to-market valuation of collateralised instruments.

In general, financial instruments whose price has not been recorded on the valuation day or whose price has been corrected are valued at their probable trading value under the responsibility of the SICAV's Board of Directors or the Management Board or, for a mutual fund, the Management Company. These valuations and their justification are communicated to the Statutory Auditor during their audits.

#### **7.2 Off-balance sheet commitment valuation methods**

- For futures contracts at nominal x quantity x settlement price x (currency)
- For Contingent Futures Contracts with Underlying Equivalents
- For swaps
  - o Interest rate swaps, whether backed or unbacked  
Commitment = nominal + valuation of the fixed-rate leg (if fixed rate/variable rate) or variable-rate leg (if variable rate/fixed rate) at market price.
  - o Other swaps  
Commitment = nominal + market value (when the UCITS has adopted the synthetic valuation method).

#### **7.3**

Method used for the recognition of income from fixed-income securities

Accrued coupon method.

#### **7.4 Expense recognition method**

Transactions are recorded excluding expenses.

## **8. Remuneration**

Details of the updated remuneration policy are available on the Groupama Asset Management website at [www.groupama-am.com](http://www.groupama-am.com).

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