

SFDR TEMPLATE PRE-CONTRACTUAL DISCLOSURES

TEMPLATE I - LUMYNA - RAMIUS MERGER ARBITRAGE UCITS FUND

Template pre-contractual disclosure for the financial products referred to in Article 8, paragraphs 1, 2 and 2a, of Regulation (EU) 2019/2088 and Article 6, first paragraph, of Regulation (EU) 2020/852

Product name: Lumyna - Ramius Merger Arbitrage UCITS Fund Legal entity identifier: 54930020UW6EG07J3W62

Environmental and/or social characteristics

Sustainable investment means an investment in an economic activity that contributes to an environmental or social objective, provided that the investment does not significantly harm any environmental or social objective and that the investee companies follow good governance practices.

The **EU Taxonomy** is a classification system laid down in Regulation (EU) 2020/852, establishing a list of **environmentally sustainable economic activities**. That Regulation does not include a list of socially sustainable economic activities. Sustainable investments with an environmental objective might be aligned with the Taxonomy or not.

Does this financial product have a sustainable investment objective?	
<div><div><div></div><div></div><div></div></div> Yes</div>	<div><div><div></div><div></div><div></div></div> No</div>
<div><div><div></div><div>It will make a minimum of sustainable investments with an environmental objective: ____%</div><div><div><div></div><div>in economic activities that qualify as environmentally sustainable under the EU Taxonomy</div><div><div></div><div>in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy</div></div></div></div><div><div><div></div><div>It will make a minimum of sustainable investments with a social objective: ____%</div></div></div></div></div>	<div><div><div></div><div>It promotes Environmental/Social (E/S) characteristics and while it does not have as its objective a sustainable investment, it will have a minimum proportion of ____% of sustainable investments</div><div><div><div></div><div>with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy</div><div><div></div><div>with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy</div><div><div></div><div>with a social objective</div></div></div></div><div><div><div></div><div>It promotes E/S characteristics, but will not make any sustainable investments</div></div></div></div></div></div>



What environmental and/or social characteristics are promoted by this financial product?

The Environmental and Social ("E/S") characteristics promoted are the exclusion of certain positions determined to cause negative environmental or social impact which are summarised below.

Restrictions	Criteria	Qualifying Criteria	Limit on Exposure
Companies with revenues derived from activity	Controversial Weapons (Landmines, Cluster Munitions)	0% of revenue	0%
	Weapons	>10% of revenue	0%
	Tobacco Production	>5% of revenue	0%
	Coal	>30% of revenue	0%
Global Norms	UN Global Compact	Serious violations	0%
Sovereign Issuers	Freedom House Index	Insufficient Scoring	0%

No reference benchmark has been designated for the purpose of attaining the environmental or social characteristics promoted.

Sustainability

indicators measure how the environmental or social characteristics promoted by the financial product are attained.

- ***What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?***

The sustainability indicator used by the Sub-Fund is the following:

- The portion of investments falling under this exclusion list, which should be 0% at all times.

Principal adverse impacts are the most significant negative impacts of investment decisions on sustainability factors relating to environmental, social and employee matters, respect for human rights, anti-corruption and anti-bribery matters.

- ***What are the objectives of the sustainable investments that the financial product partially intends to make and how does the sustainable investment contribute to such objectives?***

Not applicable.

- ***How do the sustainable investments that the financial product partially intends to make, not cause significant harm to any environmental or social sustainable investment objective?***

Not applicable.

The EU Taxonomy sets out a “do not significant harm” principle by which Taxonomy-aligned investments should not significantly harm EU Taxonomy objectives and is accompanied by specific EU criteria.

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. The investments underlying the remaining portion of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Any other sustainable investments must also not significantly harm any environmental or social objectives.



Does this financial product consider principal adverse impacts on sustainability factors?

☒ Yes,

The Investment Manager considers the following principal adverse impacts (PAIs) as part of the investment process:

Adverse Sustainability Indicator	
Table 1 – N. 10 Social and employee matters	Violations of UN Global Compact principles and Organisation for Economic Cooperation and Development (OECD) Guidelines for Multinational Enterprises
Table 1 - N.13 Social and employee matters	Board gender diversity
Table 1 – N. 14 Social and employee matters	Exposure to controversial weapons (anti-personnel mines, cluster munitions, chemical weapons and biological weapons)
Table 3 - N.15 Anti-corruption and anti-bribery	Lack of anti-corruption and anti-bribery policies
Table 3 - N.16 Anti-corruption and anti-bribery	Cases of insufficient action taken to address breaches of standards of anti-corruption and anti-bribery
Table 3 - N.17 Anti-corruption and anti-bribery	Number of convictions and amount of fines for violation of anti-corruption and anti-bribery laws

The Investment Manager reduces its investment universe by excluding issuers with serious violations to Table 1 – N. 10 or those with exposure to Table 1 – N.14.

The other PAIs listed above, are considered prior to investments as part of the due diligence performed on target companies as well as throughout the lifecycle of the investments with the use of third party data providers.

The number of PAIs considered by the Investment Manager may increase in future when the data and methodologies to measure those indicators will be mature.

More information on how PAI are considered during the reference period will be made available in the periodic reporting of the Sub-Fund.

☐ No



What investment strategy does this financial product follow?

The investment strategy guides investment decisions based on factors such as investment objectives and risk tolerance.

The Investment Manager integrates these broad ESG strategic approaches into its investment process:

- Exclusions: seeking to exclude issuers involved in specific activities considered to cause negative environmental and/or social impact, as set out in its exclusion list.

To promote environmental characteristics, the exclusion criteria seeks to remove issuers with material revenues generated from activities related to coal.

To promote social characteristics, the exclusion criteria seeks to exclude issuers with involvement in the production of controversial weapons (e.g. cluster munitions) and with notable revenues generated from the production of tobacco.

In addition, to further promote E, S and G characteristics the exclusion criteria also seeks to remove issuers who have serious violations of the UN Global Compact and insufficient scoring in relation to the Freedom House Index.

After the application of the Exclusions, the Investment Manager will focus on companies presenting investment opportunities and take into consideration their material environmental, social and governance factors integrated alongside its traditional financial analysis of these companies. Prior to investing and whilst holding positions, the Investment Manager assesses the investee companies by combining proprietary, research based qualitative ESG analysis with ESG data from third party providers.

The Investment Manager believes that corporate governance, citizenship, reputation, and environmental factors are important investment considerations within the merger arbitrage space. These considerations are relevant because extraordinary corporate transactions typically require regulatory and shareholder approvals. These considerations, as well as the ethical conduct by both parties to a transaction, can affect the completion of deals and/or the long-term sustainability of post-merger combined companies.

- ***What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?***

The binding element of the investment strategy are the portion of the Sub-Fund's investments:

- Falling within Exclusion Criteria (below): 0%

Exclusion Criteria:

Restrictions	Criteria	Qualifying Criteria	Limit on Exposure
Companies with revenues derived from activity	Controversial Weapons (Landmines, Cluster Munitions)	0% of revenue	0%
	Weapons	>10% of revenue	0%
	Tobacco Production	>5% of revenue	0%
	Coal	>30% of revenue	0%
Global Norms	UN Global Compact	Serious violations	0%
Sovereign Issuers	Freedom House Index	Insufficient Scoring	0%

Companies failing to comply with various 'norms' criteria set out by the UN will be considered to have "serious violations" of the UN Global Compact. These include amongst others, the protection of international human rights, abolition of child labour, the precautionary approach in dealing with environmental problems and commitment to combat all forms of corruption.

Sovereign issuers are scored against various criteria which measures the access to political rights and civil liberties. Further details are found on Freedom House Index (<https://freedomhouse.org/>).

- ***What is the committed minimum rate to reduce the scope of the investments considered prior to the application of that investment strategy?***

Not applicable.

- ***What is the policy to assess good governance practices of the investee companies?***

Good governance practices include sound management structures, employee relations, remuneration of staff and tax compliance.

The investment due diligence process includes an assessment of corporate governance practices of the investee company. The corporate governance practices evaluated will vary depending on the type/circumstances of the corporate transaction and may include (but are not limited to) corporate policies on proxy contests, filling board vacancies/removal of directors including staggering of director tenure, corporate domicile in a jurisdiction less friendly to shareholder rights, shareholder rights and defences including minority shareholder rights, presence of corporate transaction structuring to avoid shareholder votes, and board voting results (unanimous or otherwise) in regard to a corporate transaction. In addition, some other considerations that may be included are environmental remediation, pension underfunding, customer care, and tax and accounting practices.

The Investment Manager uses a number of resources when assessing the corporate governance practices of the investee company such as corporate regulatory filings, research and recommendations provided by advisor firms, research consultants, and broader ESG data providers.



Asset allocation

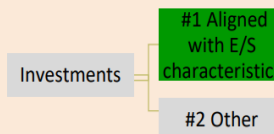
describes the share of investments in specific assets.

What is the asset allocation planned for this financial product?

It is expected that at least 51% of the Sub-fund's investments will be aligned with the E/S characteristics promoted (#1). The remaining (<49%) will be cash and cash equivalents held as ancillary liquidity, hedging instruments, unscreened investments for diversifications purposes and investments for which data is lacking. These investments may not be aligned with the E/S characteristics promoted (#2 Other).

Taxonomy-aligned activities are expressed as a share of:

- **turnover** reflecting the share of revenue from green activities of investee companies
- **capital expenditure** (CapEx) showing the green investments made by investee companies, e.g. for a transition to a green economy.
- **operational expenditure** (OpEx) reflecting green operational activities of investee companies.



#1 Aligned with E/S characteristics includes the investments of the financial product used to attain the environmental or social characteristics promoted by the financial product.

#2 Other includes the remaining investments of the financial product which are neither aligned with the environmental or social characteristics, nor are qualified as sustainable investments.

● **How does the use of derivatives attain the environmental or social characteristics promoted by the financial product?**

Where derivatives are used to gain exposure to a single underlying issuer, then the E/S characteristics promoted will be attained by looking through to the underlying Issuer. Where derivatives do not provide exposure to individual issuers (e.g. FX derivatives, Index derivatives) then these will not be considered in regards to the E/S characteristics of the product.



To what minimum extent are sustainable investments with an environmental objective aligned with the EU Taxonomy?

Minimum committed portion of sustainable investments aligned with EU Taxonomy: 0%

● **Does the financial product invest in fossil gas and/or nuclear energy related activities that comply with the EU Taxonomy ?²**

☐ Yes:

☐ In fossil gas

☐ In nuclear energy

☒ No

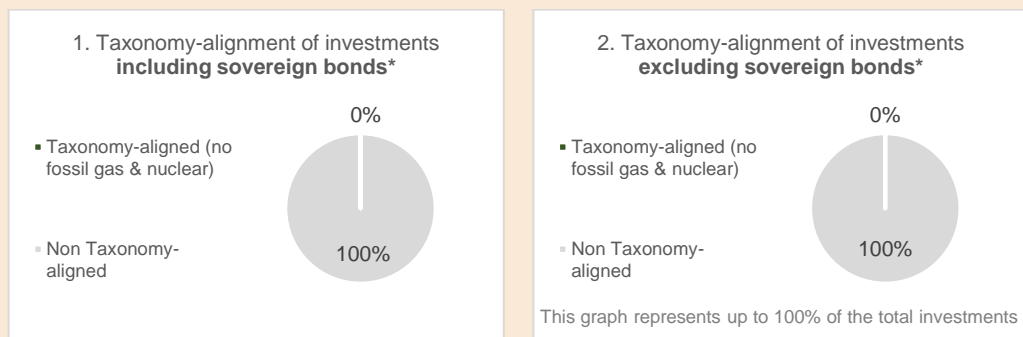
² Fossil gas and/or nuclear related activities will only comply with the EU Taxonomy where they contribute to limiting climate change ("climate change mitigation") and do not significantly harm any EU Taxonomy objective – see explanatory note in the left-hand margin. The full criteria for fossil gas and nuclear energy economic activities that comply with the EU Taxonomy are laid down in Commission Delegated Regulation (EU) 2022/1214.

To comply with the EU Taxonomy, the criteria for **fossil gas** include limitations on emissions and switching to renewable power or low-carbon fuels by the end of 2035. For **nuclear energy**, the criteria include comprehensive safety and waste management rules.

Enabling activities directly enable other activities to make a substantial contribution to an environmental objective.

Transitional activities are activities for which low-carbon alternatives are not yet available and among others have greenhouse gas emission levels corresponding to the best performance.

The two graphs below show in green the minimum percentage of investments that are aligned with the EU Taxonomy. As there is no appropriate methodology to determine the taxonomy-alignment of sovereign bonds*, the first graph shows the Taxonomy alignment in relation to all the investments of the financial product including sovereign bonds, while the second graph shows the Taxonomy alignment only in relation to the investments of the financial product other than sovereign bonds.




**For the purpose of these graphs, 'sovereign bonds' consist of all sovereign exposures*

*** This percentage is purely indicative and may vary.*

● What is the minimum share of investments in transitional and enabling activities?

Minimum committed portion of investments in transitional and enabling activities: 0%

 are sustainable investments with an environmental objective that **do not take into account the criteria** for environmentally sustainable economic activities under the EU Taxonomy.



What is the minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy?

Minimum committed portion of sustainable investments aligned with EU Taxonomy: 0%



What is the minimum share of socially sustainable investments?

Minimum committed portion of investments in socially sustainable investments: 0%



What investments are included under “#2 Other”, what is their purpose and are there any minimum environmental or social safeguards?

The Sub-fund may hold up to 49% of cash and cash equivalents held as ancillary liquidity, hedging instruments, unscreened investments for diversifications purposes and investments for which data is lacking (#2Other).

No minimum social and environmental safeguards are applied to these investments.



Is a specific index designated as a reference benchmark to determine whether this financial product is aligned with the environmental and/or social characteristics that it promotes?

No reference benchmark has been designated for the purpose of attaining the environmental or social characteristics promoted.



Where can I find more product specific information online?

More product-specific information can be found on the website:

<https://www.lumyna.com/sfdr-disclosures>