

# BASE INVESTMENTS SICAV

Société d'Investissement à Capital Variable  
4, rue Robert Stumper L - 2557 Luxembourg  
R.C.S. Luxembourg B 82 127  
(the « Fund »)

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## MINUTES OF THE ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF THE FUND HELD AT 4, RUE ROBERT STUMPER, L-2557 LUXEMBOURG, ON 26 JULY 2021

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In the year two thousand and twenty-one, on 26 of July at 11:00 a.m.

Is held the annual general meeting (the **Meeting**) of the shareholders of BASE INVESTMENTS SICAV (the **Fund**), an investment company organized under the laws of the Grand-Duchy of Luxembourg as a Société d'Investissement à Capital Variable having its registered office at 4, rue Robert Stumper L - 2557 Luxembourg.

The Meeting having been convened by the Board of Directors and Mr Massimo Paolo Gentili, professionally residing in Luxembourg, is elected as chairperson (the **Chairperson**), who appoints as secretary, Mr Matthieu Keller, residing professionally in Luxembourg (the **Secretary**).

The Meeting appoints as scrutineer Ms Alessia Sgro, residing professionally in Luxembourg, (the **Scrutineer** and together with the Chairman, the Secretary constituting the bureau (the **Bureau**).

The Bureau having thus been constituted, the Chairperson declares and the Meeting records:

- I. The Shareholders voting at the Meeting and the number of shares they hold is recorded in an attendance list, which shall remain attached to these minutes and which shall be signed by the holder of powers of attorney who represents the shareholders and the Members of the Bureau. The powers of attorney shall also remain attached to these minutes.

It appears from the attendance list that out of 5 558 113,02580 shares issued by the Fund, that 4 425 311 entire shares of the Fund are duly represented and voting at the Meeting. The shareholder represented declares that he has had due notice of and has been duly informed of the agenda prior the Meeting. That as a result of the foregoing, the present Meeting is regularly constituted and may validly decide on the items of the agenda.

- II. That the agenda of the Meeting (the **Agenda**) is the following:
  1. Presentation of the Report on the Activities of the Fund for the financial year ended as at 31<sup>st</sup> March 2021;
  2. Presentation of the Report from PricewaterhouseCoopers, Société Coopérative ("*Réviseur d'Entreprises Agréé*"), the Auditor of the Fund, for the financial year ended as at 31<sup>st</sup> March 2021;
  3. Approval of the Audited Financial Statements for the financial year ended as at 31<sup>st</sup> March 2021;
  4. Accumulation of the net result for the financial year ended as at 31<sup>st</sup> March 2021;
  5. Discharge of the following Directors of the Fund from all their duties during, and in connection with, for the financial year ended as at 31<sup>st</sup> March 2021:
    - Massimo Paolo GENTILI, Chairman and Director,
    - Stefano ROGNA, Director,
    - Beat Viktor MEIER, Director,
    - Pietro SCIBONA, Director;
  6. Renewal of the mandate of the following Directors until the Annual General Meeting of Shareholders of the Fund in 2022, which will approve the Audited Financial Statements of the financial year ending on 31<sup>st</sup> March 2022;
    - Massimo Paolo GENTILI, Chairman and Director,




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- Stefano ROGNA, Director,
  - Beat Viktor MEIER, Director,
  - Pietro SCIBONA, Director.
7. Payment of a Global Directors' Fee of a maximum amount of EUR 105.000 for the financial period from 1 January 2021 to 31 December 2021, giving authority to the Board of Directors to determine the allocation between the members of the Board of Directors;
8. Renewal of the mandate of PricewaterhouseCoopers, Société Coopérative ("Réviseur d'Entreprises Agréé") as Auditor of the Fund until the Annual General Meeting of Shareholders of the Fund in 2022, which will approve the Audited Financial Statements of the financial year ending on 31<sup>st</sup> March 2022.




## FIRST RESOLUTION

The Meeting resolves to approve the Annual Report and Audited Financial Statements for the financial year ended 31<sup>st</sup> March 2021.

-  Number of shares in favour of the Resolution: 4 425 311
-  Number of shares against the Resolution: 0
-  Abstention: 0

## SECOND RESOLUTION




For the financial year ended 31<sup>st</sup> March 2021, the Meeting resolves to accumulate the net result for financial year ended as at 31<sup>st</sup> March 2021.

-  Number of shares in favour of the Resolution: 4 425 311
-  Number of shares against the Resolution: 0
-  Abstention: 0

## THIRD RESOLUTION

The Meeting resolves to discharge the following Directors from all their duties during and in connection with the financial year ending on 31<sup>st</sup> March 2021:

- a. Massimo Paolo GENTILI, Chairman and Director,
- b. Stefano ROGNA, Director,
- c. Beat Viktor MEIER, Director,
- d. Pietro SCIBONA, Director;

-  Number of shares in favour of the Resolution: 4 425 311
-  Number of shares against the Resolution: 0
-  Abstention: 0

## FOURTH RESOLUTION

The Meeting resolves to renew the mandate of the Directors until the Annual General Meeting of Shareholders of the Fund in 2022 which will approve the Audited Financial statements of the financial year ending on 31<sup>st</sup> March 2022:

- a. Massimo Paolo GENTILI, Chairman and Director,
- b. Stefano ROGNA, Director,
- c. Beat Viktor MEIER, Director,
- d. Pietro SCIBONA, Director.

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- ✚ *Number of shares in favour of the Resolution: 4 425 311*
- ✚ *Number of shares against the Resolution: 0*
- ✚ *Abstention: 0*

## FIFTH RESOLUTION

The Meeting resolves to approve the payment of a Global Directors' Fee of a maximum amount of EUR 105.000 for the period from 1 January 2021 to 31 December 2021, giving authority to the Board of Directors to determine the allocation between the members of the Board of Directors;

- ✚ *Number of shares in favour of the Resolution: 4 425 311*
- ✚ *Number of shares against the Resolution: 0*
- ✚ *Abstention: 0*

## SIXTH RESOLUTION

The Meeting resolves to renew the mandate of PricewaterhouseCoopers, Société Coopérative (*Réviseur d'Entreprises Agréé*) as Auditor of the Fund for a period of one year ending with the Annual General Meeting of Shareholders of the Fund in 2022 which will approve the Audited Financial Statements of the financial year ending on 31<sup>st</sup> March 2022.

- ✚ *Number of shares in favour of the Resolution: 4 425 311*
- ✚ *Number of shares against the Resolution: 0*
- ✚ *Abstention: 0*

Nothing else being on the Agenda, the Meeting was thereupon concluded.



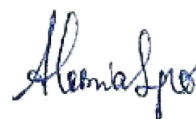
**Massimo Paolo Gentili**

The Chairperson



**Matthieu Keller**

The Secretary



**Alessia Sgro**

The Scrutineer