

TABULA ICAV

5 George's Dock

IFSC

Dublin 1

(An open-ended umbrella investment scheme with variable capital and with segregated liability between Sub-Funds registered in Ireland under Irish Collective Asset-management Vehicles Act 2015 with registration number C174472 and established as an undertaking for collective investment in transferable securities pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations, 2011 (S.I. No. 352 of 2011), as amended and the Central Bank (Supervision and Enforcement) Act 2013 (Section 48(1)) (Undertakings for Collective Investments in Transferable Securities) Regulations 2019)

6th August 2021

NOTICE TO SHAREHOLDERS OF TABULA ICAV

Dear Member

Tabula ICAV (the "ICAV")

Appointment of KBA Consulting Management Limited as Management Company to the ICAV

We are writing to you in your capacity as a shareholder of the ICAV (a "**Shareholder**") to inform you of the following changes to the ICAV which are being made subject to the approval of the Central Bank. These do not require the approval of shareholders however you may wish to take action in response to this notice, as further detailed below.

In light of a recent Central Bank's thematic review which assessed how fund management companies ("**FMCs**") have implemented relevant Central Bank requirements, related guidance in relation to the organisation of such FMCs and to a letter from the Central Bank to the funds industry in Ireland, issued on 20 October 2020, the Directors of the ICAV (the "**Directors**") have taken a decision that, in order for the ICAV to fully comply with all relevant Central Bank requirements, an external FMC should be appointed to the ICAV.

Following due and careful consideration, the Directors have decided to appoint KBA Consulting Management Limited (the "**Management Company**") as manager to the ICAV. The appointment of the Management Company will be effective on or around 30th September 2021. The appointment is subject to the approval of the Central Bank which is expected to take effect on or around 22nd September 2021. The appointment will be effected by way of a management agreement between the Management Company and the ICAV.

The Instrument of Incorporation for the ICAV has been updated to reflect the ability to appoint an external manager. This update required a confirmation from HSBC Continental Europe (the "**Depository**"). The Depository has confirmed that the amendments do not (i) prejudice the interests of the members of the ICAV, and (ii) do not relate to any such matter as may be specified by the Central Bank of Ireland as one in the case of which an alteration may be made only if approved by members of an ICAV.

The Prospectus for the ICAV is being updated to reflect the appointment of the Management Company. A number of minor additional amendments, necessitated by the appointment and the passage of time, are also being proposed. The updates include, but are not limited to:

An open-ended umbrella Irish collective asset-management vehicle with segregated liability between sub-funds formed in Ireland under the Irish Collective Asset-Management Vehicles Act 2015.

Directors: Barry Harrington, Feargal Dempsey, Franco Mancini (Italian), David Schnautz (German), Michael John Lytle (American)

Registered in Ireland. Registration No: C174472

Registered Office: as above

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- a) Updates to refer to the Management Company and the contract appointing the Management Company;
- b) Updates to reflect the fact that a new investment management agreement between the ICAV, the Management Company and the Investment Manager is being entered into as a result of the appointment of the Management Company;
- c) Updated details and corresponding biographies for certain Directors;
- d) Updates pertaining to the Sustainable Finance Disclosures Regulations ("SFDR") (EU) 2019/2088 of the European Parliament and of the Council of 27 November 2019; and
- e) A number of other non-substantive updates.

The foregoing updates do not require the approval of Shareholders and are mentioned here for information purposes only.

No action on the part of Shareholders is required in respect of the foregoing document updates and all updates are subject to Central Bank approval. Full drafts of the updated documents will be available from the registered office of the ICAV.

ENQUIRIES

A marked-up version of the Prospectus of the ICAV showing the proposed amendments is available on request during normal business hours from the registered office of the ICAV.

If you have any queries or require any further clarification on this matter please contact the ICAV via the company secretary, KB Associates at companysecretary@kbassociates.ie

The Directors thank you for your continued support of the ICAV.

Yours faithfully,



**Director for and on behalf of
Tabula ICAV**

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