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(the "**Management Company**")

acting in its capacity as the management company of

LEADERSEL
mutual fund (fonds commun de placement)

NOTICE OF MERGER TO THE UNITHOLDERS OF ACTIVE STRATEGIES SUB-FUND AND TOTAL RETURN SUB-FUND

(Together referred hereafter as the "Sub-Funds")

Dear Unitholders,

The Board of Directors of the "**Management Company**" of **Leadersel** ("**Fund**") decided the merger of the Active Strategies Sub-Fund (the '**Merging Sub-Fund**') with the Total Return Sub-Fund (the "**Receiving Sub-Fund**") (the "**Merger**").

Unitholders of both the Merging Sub-Fund and the Receiving Sub-Fund are invited to carefully read this notice reporting the main impact of the Merger on their holdings.

The two Sub-Funds present similarity in terms of investment strategies, with a highly significant correlation of performance.

Following the Merger, remaining unitholders will benefit from investment into a fund with higher assets under management, making continued operations economically more efficient.

Unitholders of the Merging Fund are invited to request the new version of the prospectus of the Fund dated April 2023 free of charges at the following link: www.ersel.it

The merge is effective as of May 24th, 2023 (the "**Effective Date**").

Through the Merger, all assets and liabilities of the Merging Sub-Fund will be transferred to the Class B units of the Receiving Sub-Fund and, as of the Effective Date, the Merging Sub-Fund will cease to exist without going into liquidation.

Unitholders of the Merging Fund who do not agree with the Merger have one month to request the redemption or switch of their shares free of charges from the date of this notice until 4:00pm CET on May 17th, 2023, as further described in section headed "**Procedural Aspects and Effective Date of the Merger**" below.

The Merger will be binding on all Unitholders who have not exercised their right to request the redemption or switch of units under the conditions and within the timeframe set out below. On the Effective Date, Unitholders of the Merging Fund who have not exercised their right to redeem or switch units will become Unitholders of Class B units in the Receiving Fund.

The Merger may have an impact on Unitholders' tax situation; thereby Unitholders are invited to consult their professional advisors as to the legal, financial and tax implications of their investment in the Fund under the laws of the countries of their nationality, residence, domicile or incorporation.

Unitholders are invited to consult the new version of the prospectus of the Company dated April 2023 together with the documents related to the Merger, including the report of the approved statutory auditor on the exchange ratio calculation and the Key Information Document ("KID") issued in accordance with Law 17/4/2018 on key information documents for packaged retail and insurance-based investment products ("PRIIPs"). All information and documents can be requested free of charge at the following email address: egi@ersel.lu

I. Comparison between the Merging Sub-Fund and the Receiving Sub-Fund

Unitholders of the merging Sub-Fund are invited to take note of the differences between the Merging Sub-Fund and the Receiving Sub-Fund as at 31.12.2022, reported in the tables hereafter.

There is a large degree of similarity between the Merging Sub-Fund and the Receiving Sub-Fund in terms, inter alia, of:

- flexible investment approach
- No reference or constraint to any benchmark.
- compliance with art.6 SFDR
- The Synthetic Risk & Reward Indicators ("SRRI") for both Sub-Funds is 2.

The procedures that apply to matters such as dealing, subscription, redemption, switching and transferring of shares and method of calculating the net asset value, are the same for the Sub-Funds.

In terms of key differences, as of 31.12.2021 the following should be highlighted:

- the Merging Sub-Fund applies a global exposure approach using the Absolute VaR, while the Receiving Sub-Fund applies the Commitment method.
- The Receiving Sub-Fund does not pay a performance fee.

Key Features

	LEADERSEL – Active Strategies	LEADERSEL -Total Return
Main differences in Investment policy	The aim of this Sub-Fund is to seek capital and revenue gains by investing in money market instruments and in quoted transferable securities, whether stocks or bonds, also securities related to commodities (exposure to commodities shall be realised mainly through ETFs (in compliance with article 41(1)e of the Law of 2010 and article 2 of the Grand Ducal Regulation of 8 February 2008) and derivatives, and, on an ancillary basis through investments in equity of companies in the commodity sector and UCITS), directly or through investments in undertakings for collective investments in	The Sub-Fund is actively managed and the aim of this Sub-Fund is to seek capital and revenue gains by investing mainly in a diversified portfolio of international transferable securities, shares and bonds alike, and in money market instruments with duration of less than twelve (12) months, likewise through undertakings for collective investments in transferable securities (UCITSs) authorised pursuant to the UCITS Directive and/or other UCIs within the meaning of Article 1, first and second indent of said Directive.

	transferable securities (UCITS) authorised pursuant to UCITS Directive and/or other UCIs within the meaning of Article 1, paragraph 2, first and second indent of said Directive. The Sub-Fund is actively managed and the policy pursued under the management of this Sub-Fund is flexible and asset allocation will be made according to the situation on the different markets in which it operates. The Sub-Fund may hold cash, on a residual basis, i.e up to 20% of its total nets assets, except under exceptionally unfavourable conditions and on a temporary basis. The Sub-Fund may use financial techniques and instruments in order to promote an efficient portfolio management, in accordance with the restrictions set forth in the "Financial techniques and instruments" chapter of the prospectus. The Sub-Fund will only use SFT as set forth in the section "Use of SFT" below. The Sub-Fund invests subject to compliance with the Law of 2010 and the investment restrictions mentioned in this prospectus. The Sub-Fund will not invest in Asset Backed Securities ("ABS") or Mortgage Backed Securities ("MBS"). The underlying strategy of the Sub-Fund is essentially based on SWAPs, on single Listed Equities or on Indexes, whose composition will be public and disciplined by appropriate Index Rules publicly available. The Sub-Fund will only trade with first class financial institutions, specialising in this type of operations and which have the ability to grant a first class service on the services provided. For the moment being the counterparties do not have any discretion on the composition or the management of the portfolio.	Investments in shares and other financial instruments of the same nature, including UCITSs and/or UCIs whose policy is to invest mainly in shares, may not exceed thirty per cent (30%) of the net assets of the Sub-Fund. The Sub-Fund may hold cash, on a residual basis, i.e up to 20% of its total nets assets, except under exceptionally unfavourable conditions and on a temporary basis. The Sub-Fund may use financial techniques and instruments in order to promote an efficient portfolio management, in accordance with the restrictions set forth in the "Financial techniques and instruments" chapter of the prospectus. The Sub-Fund will only use SFT as set forth in the section "Use of SFT" below.
Profile of the Typical Investor	This Sub-Fund addresses to investors with a long-term (3 to 7 years) investment horizon willing to accept a medium/high level of risk. The investor is warned that all investments involve a percentage of risk and that it cannot be guaranteed that investment policy objectives will be achieved.	This Sub-Fund addresses to investors with a medium-term (2 to 5 years) investment horizon willing to accept a medium/low level of risk. The investor is warned that all investments involve a percentage of risk and that it cannot be guaranteed that investment policy objectives will be achieved.
Risk profile	The investor must also take into consideration the risk linked to the price variation of securities due to fluctuating interest rates. By becoming the subjects that finance the company or undertakings which have issued such securities (with the right to collect interest and the lent capital on the due date), bond holders risk not being remunerated or of suffering capital losses if	In addition to the risks defined in the "Investment objectives and policy of the Fund" chapter of the prospectus, the investor must also take into account the following risks: Investment in this Sub-Fund involves risks due to possible variations in net asset value which, in turn, depend on the values of the securities in which the Sub-Fund invests.

	the issuing company or undertaking should encounter difficulties. In respect to equity shares as well as bonds, the following risks must be taken into account: risks related to the liquidity of the securities, risks related to the currency in which these have been issued. The investor must also consider that commodity prices are volatile and may consequently affect the instruments in which the Sub-Fund invests, both UCITSs or UCIs units and companies operating in these sectors, as well as "ETFs commodity securities" and "commodity securities". Investment in the Sub-Fund entails risks relating to possible variations in the net asset value of the target funds. Potential investors must be aware of the fact that the investment in target funds may entail double expenses (Depositary Bank, central administration, subscription, redemption, management and other such expenses). The existence of such risks involves the possibility of not receiving back the entire capital on redemption. The Sub-Fund may use derivative instruments pursuant to the "Financial techniques and instruments" chapter and subject to the limits set by the investment restrictions of this prospectus for the sake of a sound portfolio management and interest rate and/or hedging management. The derivative markets are more volatile than those of securities and expectations of earnings are higher, as also are the risks of losses. The investors' attention is drawn on the potential leverage effect which might result from the use of the VaR method to calculate the portfolio's global exposure, in terms of risks which arise from derivatives. Investment in this Sub-Fund may involve counterparty risk which is the risk that a counterparty is not able to support its obligations, going in default and potentially bringing a loss to its counterparties equal to the credits in place. The Manager has established measures in order to minimize, where possible, this risk factor for the Sub-Funds managed.	Generally speaking, the following risks must also be considered: risk linked to the liquidity of transferable securities, risk linked to the currency in which the transferable securities are denominated, risk linked to the price variation of securities due to fluctuating interest rates, and risks linked to the possible variations of the net asset value of the target funds. The investor must also consider that investing in shares involves a higher level of risk than investing in credit instruments due to market risks. Potential investors must moreover be aware of the fact that the investment in target funds may entail double expenses (Depositary Bank, central administration, subscription, redemption, management and other such expenses). The existence of such risks involves the possibility of not receiving back the entire capital on redemption. The Sub-Fund may use derivative instruments pursuant to the "Financial techniques and instruments" chapter and subject to the limits set by the investment restrictions of this prospectus for the sake of a sound portfolio management and interest rate and/or hedging management. The derivative markets are more volatile than those of securities and expectations of earnings are higher, as also are the risks of losses.
Currency	EUR	EUR
Valuation Day	Daily	Daily

Form of Units	Registered	Registered
Subscription Fee	None	None
Redemption or Conversion fee	None	None

Fees for Service Providers

	LEADERSEL – Active Strategies	LEADERSEL -Total Return
MANAGEMENT FEE		
Frequency of payment	At the end of each quarter and based on the value of the net assets during the relevant quarter	At the end of each quarter and based on the value of the net assets during the relevant quarter
Management fee	1.50%	Class B: 1.10%
DEPOSITARY FEE		
Fee	Up to 0.018% per year of the sub fund's average net assets.	Up to 0.018% per year of the sub fund's average net assets.
ADMINISTRATION FEE		
Fee	0.15% of the sub-fund's average net assets.	0.15% of the sub-fund's average net assets.
PERFORMANCE FEE*		
Fee	The Management Company will apply a performance fee at a maximum rate of fifteen per cent (15%) according to the Absolute High Watermark method (as described in the section headed BENCHMARKS AND PERFORMANCE FEES of the Prospectus)	Class B Units only: The Management Company will apply a performance fee at a maximum rate of fifteen per cent (15%) according to the Absolute High Watermark method described in the section headed BENCHMARKS AND PERFORMANCE FEES of the Prospectus
Calculation basis	Daily	N/A
Benchmark(s)	N/A	N/A
ONGOING FEE**		
	1.61% p.a.	1.60% p.a.

*Any Performance fee of the Merging Sub-Fund calculated and accrued as of the last business day immediately preceding the Effective Date of the Merger will be attributed to the Merging Sub-Fund and paid out of the assets of the Merging Sub-Fund.

** The Ongoing fee figure is based both for the Merging Sub-Fund and the Receiving Sub-Fund, on an estimation of expenses to be borne on a twelve-month period.

Synthetic Risk & Reward Indicator

The Synthetic Risk & Reward Indicators ("**SRRI**") for both Sub-Funds is 2.

II. Risk of Performance Dilution

All securities, cash, financial instruments and liabilities existing in the Merging Sub-Fund will be transferred to the Receiving Sub-Fund as of the Effective Date.

Considering the similarity of the portfolio of investments of the Merging Sub-Fund and the Receiving Sub-Fund, the Management Company does not envisage to re-balance the portfolio of investments for the Merge.

Therefore, no dilution of the performance is expected.

III. Portfolio Rebalancing

The Management Company does not expect a rebalancing of the portfolio of investments of the Merging Fund to operate the Merger.

IV. Impact on the Unitholders of the Merging Sub-Fund

Unitholders of the Merging Sub-Fund will not have different rights after the Merger, as the Merger shall not result in substantial changes in terms of the rights and treatments applicable to them, as detailed in the Prospectus of the Fund.

The procedures applicable to dealing, subscription, redemption, switching and transferring of Units and method of calculating the net asset value are almost coincident in the Merging Sub-Fund and the Receiving Sub-Fund, as detailed in the Prospectus of the Fund.

V. Impact on the Unitholders of the Receiving Sub-Fund

Unitholders in the Receiving Fund will continue to hold the same units as before and there will be no change in the rights attaching to such units. The Merger will result neither in changes to the Management Rules and Prospectus of the Fund, nor to the KID of the Receiving Fund. The Management Company does not foresee any rebalancing of the portfolio of investment of the Receiving Sub-Fund to accommodate the Merger.

On the Effective Date, the aggregate net asset value of the Receiving Sub-Fund will increase as a result of the transfer to it of the Merging Sub-Fund' assets and liabilities.

VI. Valuation Criteria of Assets and Liabilities

The assets and liabilities of the Merging Sub-Fund will be valued in accordance with the valuation principles contained in the Management Regulations and the Prospectus of the Fund as of the day prior to the Effective Date.

All outstanding liabilities of the Merging Sub-Fund will be determined as of the end of day of the business day prior to the Effective Date and any accruals incurred until the end of day of the business day prior to the Effective Date will be added to the net asset value of the Merging Sub-Fund valued as of the business day prior to the Effective Date and calculated on the Effective Date.

Such outstanding liabilities are in general comprised of fees and expenses due but not paid as reflected in the net asset value of the Merging Sub-Fund.

VII. Terms of the Merger

The Merger will involve the transfer of all the assets and liabilities of the Merging Sub-Fund to the Receiving Sub-Fund, in exchange of new Units (Class B) issued in the Receiving Sub-Fund to unitholders of the Merging Sub-Fund. The number and class of units that will be issued to such Merging Sub-Fund' unitholders will be in proportion to their unitholding of the relevant class of the Merging Sub-Fund and determined on the basis of the net asset value of their units in the Merging Sub-Fund and the net asset value of the relevant class of units in the Receiving Sub-Fund as of the business day before the Effective Date.

The units that will be issued will be denominated in the same currency, and they will be issued in the correspondent class of units of the Receiving Sub-Fund, as follows:

Units of LEADERSEL – Active Strategies	Units of LEADERSEL – Total Return
Minimum amount for the first subscription: EUR 2,500. No minimum amount for subsequent subscriptions.	**Class B** Minimum amount for the first subscription: EUR 2.500 for institutional investors. No minimum amount for subsequent subscriptions.

Certificates will not be issued in respect of units issued in the Receiving Sub-Fund.

VIII. Procedural Aspects and Effective Date of the Merger

New subscriptions of units of the Merging Sub-Fund will be suspended for new investors after 4 p.m. Luxembourg time on April 17th, 2023.
Existing investors may subscribe units of the Merging Sub-Fund until 4 p.m. Luxembourg time on May 17th, 2023.
Units of the Merging Sub-Fund can be redeemed free of charges or switched to units of another sub-fund not involved in the Merger from April 17th, 2023, until 4 p.m. Luxembourg time on May 17th, 2023. After 4 p.m. Luxembourg time on May17th, 2023, the redemptions requests in the Merging Sub-Fund will not be accepted.

The transfer from the Merging Sub-Fund to the Receiving Sub-Fund will be automatic and free of charge for the investors.

The unitholders of the Merging Sub-Fund who did not use their rights to repurchase or convert their units in accordance with Article 73, paragraph (1) of the Law within the relevant time limit, shall be able to exercise their rights as unitholders of the Receiving Sub-Fund as from May 24th, 2023.

TIMETABLE OF THE MERGER

Sending of the notice to the unitholders of the Merging and Receiving Sub-Funds:	April 17th, 2023
Suspension of the Subscriptions of the Merging Sub-Fund for new investors:	April 17th, 2023
Suspension of the Subscription of the Merging Sub-Fund for existing investors:	May 17th, 2023
Suspension of Redemptions and Conversions of the Merging Sub-Fund:	May 17th, 2023
Calculation of the exchange ratio:	May 24th, 2023
Effective Date of the Merger:	May 24th, 2023

IX. Exchange Ratio

Upon the Effective Date, the Merging Sub-Fund will transfer its assets and liabilities to the Receiving Sub-Fund. Units in the Merging Sub-Fund will be cancelled, and unitholders will receive units in the Receiving Sub-Fund, which will be issued without charge, with the same nominal value of the units of the merging Sub-Fund as of the Effective Date (the "**New Units**"), i.e. the net asset value per Unit of the Merging Sub-Fund on the Effective Date will be the issue price of the Class B Units of the Receiving Sub-Fund.

The New Units shall be allocated directly to the Unitholders of the Merging Sub-Fund in accordance with the exchange ratio that shall be calculated as set out below.

No cash payment shall be made to unitholders in exchange for the units.

For the purpose of calculating the exchange ratio for the Units of the Merging Sub-Fund and the Units of the Receiving Sub-Fund, the net asset value of each Sub-Fund will include any accrued income and will be calculated on the Effective Date of the Merger (the "**exchange ratio calculation date**").

For the calculation of the exchange ratio, the rules for the calculation of the net asset value, laid down in the Management Rules and the Prospectus of the Company, will apply to determine the value of the assets and liabilities of the Sub-Funds.

The net asset value of the Merging Sub-Fund and of the Receiving Sub-Fund will be calculated as at the last business day immediately preceding the Effective Date of the Merger; consequently, the units of the Receiving Sub-Fund will be assigned to the unitholders of the Merging Sub-Fund on the basis of the ratio existing between the value of the two net asset value in the business day immediately preceding the Effective Date of the Merger.

$$A = \frac{B \times C}{D}$$

WHERE:

A *= NUMBER OF UNITS ASSIGNED IN THE RECEIVING SUB-FUND*

B *=NUMBER OF UNITS HELD IN THE MERGING SUB-FUND*

C *=NET ASSET VALUE OF THE MERGING SUB-FUND*

D *= NET ASSET VALUE OF THE RECEIVING SUB-FUND*

All the above data shall be calculated on the business day immediately preceding the Effective Date of the Merger

The Merger will not have any impact on any dealing in units of the Receiving Sub-Fund.

The statutory Auditor of the Fund will validate and audit the criteria adopted for the valuation of the assets and, as the case may be, the liabilities of the Sub-Funds and the calculation method of the exchange ratio as well as the exchange ratio as determined by the Administrative Agent of the Fund. A copy of the report of the Auditor is available free of charge upon request at the following e-mail address: egi@ersel.lu .

X. Costs of the Merger

Legal, advisory and administrative costs and expenses associated with the preparation and completion of the Merger will be borne by the Management Company.