

CM-AM SICAV

Investment company with variable capital

Registered Office: 4 , rue Gaillon, PARIS 75002

Paris Trade and Companies Register (RCS) no. 879 479 491

ORDINARY GENERAL MEETING

HELD ON 31 July 2024

OR IN THE ABSENCE OF A QUORUM

HELD ON 16/09/2024

BOARD OF DIRECTORS

Chairperson and Chief Executive Officer

- Ms Eliana DE ABREU,

Directors

- UGEPAR SERVICES, represented by Mr Gabriel VINCENT, Director
- UFIGESTION 2, represented by Ms Marie-Hélène BOURGEOIS, Director
- EFSA, represented by Ms Laurence LEBRUN, Director

STATUTORY AUDITORS

MAZARS,

Represented by Mr Gilles DUNAND-ROUX
61 rue Henri Regnault – 92075 PARIS LA DEFENSE CEDEX

ASSET MANAGEMENT COMPANY

-CREDIT MUTUEL ASSET MANAGEMENT

4 rue Gaillon- 75002 PARIS

CUSTODIAN

-BANQUE FEDERATIVE DU CREDIT MUTUEL

4 rue Frédéric-Guillaume RAIFFEISEN - 67000 STRASBOURG

AGENDA

- 1/ Report by the Board of Directors to the Extraordinary General Meeting on the proposed merger of the CM-AM HIGH YIELD 2024 sub-fund of the CM-AM SICAV fund into the CM-AM HIGH YIELD SHORT DURATION fund;**
- 2/ Approval of merger agreement**
- 3/ Determination of the date of the merger**
- 4/ Delegation to the Chairperson - Chief Executive Officer of all powers to proceed with the valuation of the contributions and the determination of the exchange ratio**
- 5/ Powers.**

**REPORT BY THE BOARD OF DIRECTORS
TO THE EXTRAORDINARY GENERAL MEETING
HELD ON 31 JULY 2024
OR IN THE ABSENCE OF A QUORUM,
HELD ON 16 SEPTEMBER 2024**

Ladies and Gentlemen,

We have called this Extraordinary General Meeting to ask you to pass the following resolution:

- **Merger of the "CM-AM HIGH YIELD 2024" sub-fund of the CM-AM SICAV fund into the "CM-AM HIGH YIELD SHORT DURATION" fund**

It is hereby specified that the variable capital of the "CM-AM HIGH YIELD SHORT DURATION" fund will be increased by the issue of a number of shares created at the time of the merger representing a value equal to the value of the net assets contributed by the absorbed sub-fund. These shares will be allocated to the unit-holders of the merged sub-fund on the basis of the exchange ratio determined in accordance with the terms and conditions set out in the merger agreement.

To this end, we ask you to approve the merger agreement, which will be filed with the Registrar of the Paris Commercial Court, and to set the date of this merger at 29 November 2024, as well as to give the Chairperson and Chief Executive Officer full powers to proceed with the valuation of the contributions and the determination of the exchange ratios.

DRAFT TEXT OF RESOLUTIONS

RESOLUTION ONE

The Extraordinary General Meeting, having heard the Board of Directors' report on the proposed merger by absorption of the "CM-AM HIGH YIELD 2024" sub-fund of the "CM-AM SICAV" fund into the "CM-AM HIGH YIELD SHORT DURATION" fund, declares that it approves this report, as well as the merger-absorption and the terms and conditions for the implementation thereof, in particular the valuation of the contributions, subject to obtaining the approval of the AMF (French Regulator) and approval by the statutory auditor in its report of the conditions for completion of the merger, in accordance with article 411-48 of the General Regulations of the AMF.

RESOLUTION TWO

The Extraordinary General Meeting, having reviewed the merger agreement which will be presented for signature by the legal representatives, approves the content thereof. It notes that the net assets of the "CM-AM HIGH YIELD SHORT DURATION" fund will be increased by a number of units representing a value equal to the value of the net assets contributed by the absorbed sub-fund.

These units will be allocated to the unit-holders of the "CM-AM HIGH YIELD 2024" sub-fund of the "CM-AM SICAV" on the basis of the exchange ratio determined in accordance with the terms and conditions set out in the merger agreement.

RESOLUTION THREE

The Extraordinary General Meeting sets the completion date of the merger by absorption of the "CM-AM HIGH YIELD 2024" sub-fund of the "CM-AM SICAV" fund into the "CM-AM HIGH YIELD SHORT DURATION" at 29 November 2024 on the basis of the net asset values calculated on the day of the merger at close of trading on the stock exchange(s), subject to the normal functioning of the financial markets, otherwise on a date as close as possible to the resumption of trading.

RESOLUTION FOUR

The General Meeting gives full powers to the Chair and Chief Executive Officer to:

- value the assets and determine the exchange ratios, in accordance with the provisions of the merger deeds.
- proceed with the definitive completion of the contributions and mergers and, in particular, sign all deeds, record, where applicable, that the conditions indicated in the first resolution have been met, carry out all formalities, and delegate all or part of the powers for the above purposes, sign all documents, elect domicile and do all that is necessary. It also gives her full powers to sign the declaration of regularity and conformity alone.

RESOLUTION FIVE

The General Meeting grants full powers to the bearer of a copy or extract of these minutes to make all filings and publications required by law.