

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 19 JULY 2024

OR IN THE ABSENCE OF A QUORUM

2 SEPTEMBER 2024

BOARD OF DIRECTORS

Chair 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 proposed mergers by absorption:**
 - of the LA FRANCAISE GREEN TECH EUROPE mutual fund by the CM-AM SUSTAINABLE PLANET subfund of the CM-AM SICAV,
 - of the LA FRANCAISE PEA FLEX fund by the CM-AM FLEXIBLE EURO subfund of the CM-AM SICAV,
- 2/ Approval of merger treaties,**
- 3/ Determination of the date of the mergers,**
- 4/ Delegation to the Chair and Chief Executive Officer of all powers to proceed with the valuation of the contributions and the determination of the exchange parities,**
- 5/ Powers.**

**REPORT BY THE BOARD OF DIRECTORS
TO THE EXTRAORDINARY GENERAL MEETING
HELD ON 19/07/2024
OR IN THE ABSENCE OF A QUORUM,
2 SEPTEMBER 2024**

Ladies and Gentlemen,

We have called this Extraordinary General Meeting to ask you to pass the following resolutions.

- **Merger by absorption of the LA FRANCAISE GREEN TECH EUROPE fund by the CM-AM SUSTAINABLE PLANET subfund of the CM-AM SICAV,**

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

- **Merger of the LA FRANCAISE PEA FLEX fund into the CM-AM FLEXIBLE EURO sub-fund of the CM-AM SICAV, created at the time of the merger.**

It is hereby specified that the variable capital of CM-AM SICAV will be increased by the issue of a number of shares created on the occasion of the transaction representing a value equal to the value of the net assets contributed by the absorbed fund. These shares will be allocated to the unit-holders of the merged 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 agreements, which will be filed with the Registrar of the Paris Commercial Court, and to set the dates of these operations at 31 October 2024 and 7 November 2024 respectively, as well as to give the Chair 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 LA FRANCAISE GREEN TECH EUROPE and LA FRANCAISE PEA FLEX funds into the CM-AM SUSTAINABLE PLANET and CM-AM FLEXIBLE EURO sub-funds of CM-AM SICAV respectively, declares that it approves this report, as well as the merger-absorption operations and the terms and conditions for their implementation, in particular the valuation of the contributions, subject to obtaining the approval of the AMF (French Regulator) and the 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 agreements signed by the legal representatives, approves their content. It notes that the variable capital of CM-AM SICAV will be increased by a number of CM-AM SUSTAINABLE PLANET and CM-AM FLEXIBLE EURO sub-fund shares representing a value equal to the value of the net assets contributed by the absorbed funds. These shares will be allocated to CM-AM SICAV shareholders and segregated according to their origin within the CM-AM SUSTAINABLE PLANET and CM-AM FLEXIBLE EURO sub-funds on the basis of the exchange ratio determined in accordance with the terms and conditions set out in the contribution agreement.

RESOLUTION THREE

The Extraordinary General Meeting sets the completion date of the merger by absorption of the LA FRANCAISE GREEN TECH EUROPE and LA FRANCAISE PEA FLEX mutual funds into the CM-AM SUSTAINABLE PLANET and CM-AM FLEXIBLE EURO sub-funds of CM-AM SICAV at 31/10/2024 and 07/11/2024 on the basis of the net asset values determined on the day before and 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.