

**INFORMATIVE NOTICE ON THE AMENDMENTS  
TO THE PROSPECTUS OF TRIODOS SICAV II**

Luxembourg, 26 June 2023

Unless otherwise defined herein, capitalised terms shall have the meaning given to them in the prospectus of Triodos SICAV II dated December 2022 including the Addendum January 2023 (the “**Prospectus**”).

**Informative notice on the amendments to the Prospectus**

Dear Shareholder,

We hereby inform you that the Board of Directors of Triodos SICAV II has decided to introduce a number of amendments to the Prospectus dated July 2023 as set out below.

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| <b>1. Possibility for Triodos SICAV II – Triodos Microfinance Fund and Triodos SICAV II – Triodos Emerging Markets Renewable Energy Fund (together the “Sub-Funds”) to borrow up to 20% of their Net Assets</b> |
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For flexibility and simplification purposes, each of the Sub-Funds are allowed to borrow up to 20% of their Net Assets such that there is no longer a distinction on the purpose of borrowing i.e. whether to finance new investments or to finance redemptions.

The wording related to borrowing in section “4. Investment restrictions” of the particulars of the Sub-Funds has been amended accordingly.

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| <b>2. Update of payment timeline of subscriptions and redemptions for the Sub-Funds</b> |
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In the Prospectus dated December 2022, the date of calculation of the Net Asset Value per Share has been changed to be at the latest seven (7) (instead of five (5)) Business Days after the relevant Valuation Date.

Subsequently, to align with this amendment, the payment timeline for subscription and redemption of Shares for each of the Sub-funds has been updated, so that Shares subscribed or redeemed can be settled within nine (9) Business Days (instead of seven (7)) after the relevant Valuation Date.

Sections “13. Subscriptions” and “14. Redemptions” of the particulars of the Sub-Funds have been amended accordingly.

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| <b>3. Update of application timeline of redemptions for the Sub-Funds</b> |
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In line with market practice, the application timeline for the redemptions of Shares for each of the Sub-Funds is amended, so that redemptions shall be requested at least ninety (90) calendar days (instead of forty-five (45) Business Days) for institutional Classes of Shares and thirty (30) calendar days (instead of fifteen (15) Business Days) for the other Classes of Shares.

Section “14. Redemptions” of the particulars of the Sub-Funds has been amended accordingly.

#### **4. Removal of the possibility to charge redemption costs for Triodos Microfinance Fund**

In line with market practice, the possibility of charging any redemption costs is removed.

Section “14. Redemptions” of the particulars of Triodos Microfinance Fund has been amended accordingly.

#### **5. Update of application timeline of conversions for Triodos Microfinance Fund**

The conversion notice period for Triodos Microfinance Fund is shortened from forty-five (45) Business Days to one (1) Business Day, as a result of the assessment that a shorter timeline of the conversion notice period is sufficient.

Section “15. Conversions” of the particulars of Triodos Microfinance Fund has been amended accordingly.

#### **6. Decrease of the management fee of Class I-II institutional Shares for Triodos Microfinance Fund**

The management fee of Class I-II institutional Shares for Triodos Microfinance Fund is lowered by 0.25%.

Accordingly, such management fee shall amount annually to 1.35% of the Class’ Net Assets.

As a consequence of the decrease of the management fee, the maximum of ongoing charges for Class I-II Shares is decreased to 1.60%.

Section “17. Charges and expenses” of the particulars of Triodos Microfinance Fund has been amended accordingly.

#### **7. Extension of the period for provisional derogations from investment restrictions for Triodos Emerging Markets Renewable Energy Fund**

The period for provisional derogations from the investment restrictions is extended from 24 to 48 months following the launch date of Triodos Emerging Markets Renewable Energy Fund to allow for the build-up of the investment portfolio in line with the strategic asset allocation.

As a result of the current Ukraine / Russia crisis, the Sub-Fund has not been able to grow the Net Assets and establish the investment portfolio as initially forecasted. Therefore, by extending the derogations from 24 to 48 months, the AIFM has more time to prudently and properly establish the investment portfolio in line with the strategic asset allocation, based on anticipated investor net inflows of the Sub-Fund. This extension is deemed to be in the best interest of the Shareholders.

Section “4. Investment restrictions” of the particulars of Triodos Emerging Markets Renewable Energy Fund has been amended accordingly.

#### **8. Miscellaneous**

- Inclusion of a number of changes, clarifications and updates throughout the Prospectus including the Sustainability Annexes, in order to ensure consistency, coherence and accuracy of the terminology and descriptions used throughout the Prospectus including the Sustainability Annexes
- Update of the biography of the Board of Directors

**All the above changes will take effect as of 26 July 2023 and will be reflected in a new version of the Prospectus dated July 2023.**

**Shareholders may, during one month as from the date of this notice, redeem their shares free of charge should they disagree with the amendments made.**

The revised version of the Prospectus dated July 2023 will be available in due course at the registered office of the SICAV.

Should you need any further information, please contact Client Services, T: +31 30 694 2400, E: [TriodosIM@triodos.com](mailto:TriodosIM@triodos.com).

Yours faithfully,

**TRIODOS SICAV II**  
The Board of Directors

**ANNEX TO THE INFORMATIVE NOTICE ON THE AMENDMENTS  
TO THE PROSPECTUS OF TRIODOS SICAV II**

The informative notice on the amendments to the prospectus of Triodos SICAV II dated July 2023 is applicable to the following Classes of Shares:

Triodos SICAV II – Triodos Microfinance Fund

| <b>Class of Shares</b>                         | <b>ISIN Code</b> |
|--|------------------|
| Class “R” Shares Capitalisation                | LU0402511389     |
| Class “R” Shares Distribution                  | LU0402512866     |
| Class “Z” Shares Capitalisation                | LU0842298738     |
| Class “Z” Shares Distribution                  | LU0842303249     |
| Class “B” Shares Capitalisation                | LU0406596501     |
| Class “B” Shares Distribution                  | LU0407946978     |
| Class “I” Shares Capitalisation                | LU0402513328     |
| Class “I” Shares Distribution                  | LU0402513674     |
| Class “I-II” Shares Capitalisation             | LU1569868281     |
| Class “I-II” Shares Distribution               | LU1569869172     |
| Class “S-I” Shares Distribution                | LU2495089851     |
| Class “K-Z” Shares Capitalisation              | LU0842305533     |
| Class “K-Z” Shares Distribution                | LU0842307588     |
| Class “K-Institutional” Shares Capitalisation  | LU0402513914     |
| Class “K-Institutional” Shares Distribution    | LU0402514052     |
| Class “CH-Institutional” Shares Capitalisation | LU2168316599     |

Triodos SICAV II – Triodos Emerging Markets Renewable Energy Fund

| <b>Type of Class of Shares</b>                | <b>ISIN Code</b> |
|---|------------------|
| Class “I” Shares Capitalisation               | LU2220397975     |
| Class “I” Shares Distribution                 | LU2220398197     |
| Class “EUR-R” Shares Capitalisation           | LU2220397207     |
| Class “EUR-R” Shares Distribution             | LU2220397389     |
| Class “EUR-Z” Shares Capitalisation           | LU2220397462     |
| Class “EUR-Z” Shares Distribution             | LU2220397546     |
| Class “EUR-I” Shares Capitalisation           | LU2220397629     |
| Class “EUR-I” Shares Distribution             | LU2220397892     |
| Class “K-Institutional” Shares Capitalisation | LU2450392555     |
| Class “K-Institutional” Shares Distribution   | LU2450392639     |
| Class “Y-I” Shares Distribution               | LU2579958013     |
| Class “Y-RZ” Shares Distribution              | LU2579958104     |